

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:	:	Chapter 11
	:	
FIRST MODE HOLDINGS, INC., <i>et al.</i> , <sup>1</sup>	:	Case No. 24-12794 (KBO)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	
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**SCHEDULES OF ASSETS AND LIABILITIES FOR  
SYNCHRONOUS LLC (CASE NO. 24-12795)**

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: First Mode Holdings, Inc. (7177), and Synchronous LLC (1829). The Debtors' mailing address is The Debtors' mailing address is 3417 1st Ave S, Seattle, WA, 98134.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re*

**First Mode Holdings, Inc. *et al.*,**

**Debtors.<sup>1</sup>**

**Chapter 11**

**Case No. 24-12794 (KBO)**

**(Jointly Administered)**

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODOLOGY, AND  
DISCLAIMER REGARDING THE DEBTORS' SCHEDULES OF ASSETS  
AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

First Mode Holdings, Inc. and certain of its affiliates (collectively, the “Debtors”) in the above-captioned cases have filed their respective Schedules of Assets and Liabilities (collectively, the “Schedules”) and Statements of Financial Affairs (collectively, the “Statements,” and together with the Schedules, the “Schedules and Statements”) in the United States Bankruptcy Court for the District of Delaware (the “Court”). The Debtors, with the assistance of their professional advisors, prepared the Schedules and Statements in accordance with section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “Bankruptcy Code”) and rule 1007 of the Federal Rules of Bankruptcy Procedure.

Colin Mark Freed has signed each of the Schedules and Statements. Mr. Freed serves as Chief Financial Officer for each of the Debtors, and he is an authorized signatory for each of the Debtors. In reviewing and signing the Schedules and Statements, Mr. Freed has necessarily relied upon the efforts, statements, advice, and representations of personnel of the Debtors and the Debtors’ legal and financial advisors. Given the scale of the Debtors’ business and the complexity of the Debtors’ records, Mr. Freed has not (and could not have) personally verified the accuracy of each such statement and representation, including statements and representations concerning amounts owed to creditors.

In preparing the Schedules and Statements, the Debtors relied on financial data derived from their books and records that was available at the time of such preparation. Although the Debtors have made a reasonable effort to ensure the accuracy and completeness of the Schedules and Statements, subsequent information or discovery may result in material changes to the Schedules and Statements. As a result, inadvertent errors or omissions may exist. For the avoidance of doubt, the Debtors hereby reserve their rights to amend and supplement the Schedules and Statements as may be necessary or appropriate.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: First Mode Holdings, Inc. (7177); and Synchronous LLC (1829). The address of the Debtors’ mailing address is 3417 1<sup>st</sup> Ave S, Seattle, WA, 98134.

The Debtors and their agents, attorneys, and financial advisors do not guarantee or warrant the accuracy or completeness of the data that is provided herein, and shall not be liable for any loss or injury arising out of or caused in whole or in part by the acts, errors, or omissions, whether negligent or otherwise, in procuring, compiling, collecting, interpreting, reporting, communicating, or delivering the information contained herein. While commercially reasonable efforts have been made to provide accurate and complete information herein, inadvertent errors or omissions may exist. The Debtors and their agents, attorneys, and financial advisors expressly do not undertake any obligation to update, modify, revise, or recategorize the information provided herein or to notify any third party should the information be updated, modified, revised, or recategorized, except as required by applicable law. In no event shall the Debtors or their agents, attorneys, and financial advisors be liable to any third party for any direct, indirect, incidental, consequential, or special damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business, or lost profits), whether foreseeable or not and however caused, even if the Debtors or their agents, attorneys, and financial advisors are advised of the possibility of such damages.

These *Global Notes and Statement of Limitations, Methodology, and Disclaimer Regarding the Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs* (these "Global Notes") pertain to, are incorporated by reference in, and compose an integral part of, all of the Schedules and Statements. These Global Notes should be referred to as part of, and reviewed in connection with, the Schedules and Statements.<sup>2</sup>

Disclosure of information in one or more Schedules, one or more Statements, or one or more exhibits or attachments to the Schedules or Statements, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedules, Statements, exhibits, or attachments.

## **GLOBAL NOTES AND OVERVIEW OF METHODOLOGY**

1. **Description of the Chapter 11 Cases and "As of" Information Date.** On December 15, 2024 (the "Petition Date"), each of the Debtors commenced a voluntary case under chapter 11 of the Bankruptcy Code. The Debtors cases (the "Chapter 11 Cases") are being jointly administered. The Debtors continue to operate their businesses and manage their properties as debtors and debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Notwithstanding the joint administration of the Chapter 11 Cases for procedural purposes, each Debtor has filed its own Schedules and Statements. Information contained in these Schedules and Statements is, unless otherwise noted, as of the close of business on the Petition Date.
2. **General Reservation of Rights.** Reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements. However, as noted above, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend and supplement the

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<sup>2</sup> These Global Notes are in addition to any specific notes that may be contained in each of the Schedules or Statements. The fact that the Debtors have prepared a general note herein with respect to any of the Schedules and Statements, and not to others, should not be interpreted as a decision by the Debtors to exclude the applicability of such general note to the Debtors' remaining Schedules and Statements, as appropriate.

Schedules and Statements as may be necessary or appropriate. Nothing contained in the Schedules and Statements is intended to be, nor should it be construed as, a waiver of any of the Debtors' rights or an admission of any kind with respect to the Chapter 11 Cases, including, but not limited to, any rights or claims of the Debtors against any third party or issues involving substantive consolidation, equitable subordination, or defenses or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code or any other relevant applicable bankruptcy or non-bankruptcy laws to recover assets or avoid transfers. Any specific reservation of rights contained elsewhere in these Global Notes does not limit in any respect the general reservation of rights contained in this paragraph.

- (a) **No Admission.** Nothing contained in the Schedules and Statements is intended or should be construed as an admission or stipulation of the validity of any claim against the Debtors, any assertion made therein or herein, or a waiver of the Debtors' rights to dispute any claim or assert any cause of action or defense against any party.
- (b) **Recharacterization.** Notwithstanding that the Debtors have made reasonable efforts to correctly characterize, classify, categorize, or designate certain claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements, the Debtors nonetheless may have improperly characterized, classified, categorized, or designated certain items. The Debtors thus reserve all rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and Statements at a later time as is necessary and appropriate.
- (c) **Classifications.** Listing (i) a claim on Schedule D as "secured," (ii) a claim on Schedule E/F as "priority" or "unsecured," or (iii) a contract on Schedule G as "executory" or "unexpired" does not constitute an admission by the Debtors of the legal rights of the claimant or contract counterparty or a waiver of the Debtors' rights to recharacterize or reclassify such claim or contract.
- (d) **Claims Description.** Any failure to designate a claim on a given Debtor's Schedules and Statements as "disputed," "contingent," or "unliquidated" does not constitute an admission by the Debtor that such amount is not "disputed," "contingent," or "unliquidated." The Debtors reserve all rights to dispute, or assert offsets or defenses to, any claim reflected on their respective Schedules and Statements on any grounds, including, without limitation, liability or classification, or to otherwise subsequently designate such claims as "disputed," "contingent," or "unliquidated" or object to the extent, validity, enforceability, priority, or avoidability of any claim. Moreover, listing a claim does not constitute an admission of liability by the Debtor against which the claim is listed or by any other Debtor. The Debtors reserve all rights to amend their Schedules and Statements as necessary and appropriate, including, but not limited to, with respect to claim description and designation.

- (e) **Accounts Payable and Disbursement Systems.** The Debtors maintain a cash management system (the “Cash Management System”) to collect and disburse funds in the ordinary course. A more complete description of the Cash Management System is set forth in the *Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue Operating Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Waiving Certain Requirements Under Section 345 of the Bankruptcy Code and the U.S. Trustee Guidelines, (III) Authorizing the Debtors to Continue to Maintain and Use Their Existing Deposit Practices, and (IV) Granting Related Relief* [Docket No. 12] (the “Cash Management Motion”).

The listing of any amounts with respect to such receivables and payables is not, and should not be construed as, an admission or conclusion regarding the allowance, classification, validity, or priority of such account or characterization of such balances as debt, equity, or otherwise. For the avoidance of doubt, the Debtors reserve all rights, claims, and defenses in connection with any and all intercompany receivables and payables, including, but not limited to, with respect to the characterization of intercompany claims, loans, and notes.

Prior to the Petition Date, the Debtors engaged in intercompany transactions (the “Intercompany Transactions”) in the ordinary course of business, which resulted in intercompany receivables and payables (the “Intercompany Claims”). The Debtors maintain records of the Intercompany Claims and Intercompany Transactions. Pursuant to the *Interim Order Orders (I) Authorizing the Debtors to (A) Continue Operating Existing Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Waiving Certain Requirements Under Section 345 of the Bankruptcy Code and the U.S. Trustee Guidelines, (III) Authorizing the Debtors to Continue to Maintain and Use Their Existing Deposit Practices, and (IV) Granting Related Relief* [Docket No. 59], the Court granted the Debtors authority to continue to engage in Intercompany Transactions in the ordinary course of business, subject to certain limitations set forth therein. Thus, intercompany balances as of the close of October 31, 2024, as set forth in Schedule A/B and Schedule E/F, may not accurately reflect current positions.

- (f) **Estimates and Assumptions.** The preparation of the Schedules and Statements required the Debtors to make reasonable estimates and assumptions with respect to the reported amounts of assets and liabilities, the amount of contingent assets and contingent liabilities on the date of the Schedules and Statements, and the reported amounts of revenues and expenses during the applicable reporting periods. Actual results may differ from such estimates.
- (g) **Executory Contracts and Unexpired Leases.** Executory contracts and unexpired leases have been set forth solely on Schedule G. Although the Debtors have made

diligent attempts to properly identify the parties to each executory contract on Schedule G, it is possible that there are more counterparties to certain executory contracts on Schedule G than listed herein. The Debtors reserve all of their rights with respect to the named parties of any and all executory contracts, including the right to amend Schedule G. In addition, although the Debtors have made diligent attempts to properly identify executory contracts, the inclusion of a contract on Schedule G does not constitute an admission as to the executory nature (or non-executory nature) of the contract, or an admission as to the existence or validity of any claims held by the any counterparty to such contract. Furthermore, while the Debtors have made diligent attempts to properly identify all executory contracts, inadvertent errors, omissions, or over inclusion may have occurred.

- (h) **Causes of Action Against Third Parties.** Despite their reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third parties as assets in the Schedules and Statements. The Debtors reserve all of their rights with respect to any claim or cause of action (including avoidance actions), controversy, right of setoff, cross claim, counterclaim, or recoupment and any claim on contracts or for breaches of duties imposed by law or in equity, demand, right, action, lien, indemnity, guaranty, suit, obligation, liability, damage, judgment, account, defense, power, privilege, license, and franchise of any kind or character whatsoever, whether known, unknown, fixed or contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, assertable directly or derivatively, whether arising before, on, or after the Petition Date, in contract or in tort, in law, or in equity, or pursuant to any other right or theory of law they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any claims or causes of action or in any way prejudice or impair the assertion of such claims or causes of action.
- (i) **Confidential or Sensitive Information.** There may be instances in which certain information in the Schedules and Statements intentionally has been redacted due to concerns about the privacy of the Debtors' employees and vendors (*e.g.*, home addresses). The redactions will be limited to only what is necessary to protect the Debtors or the applicable third party. In accordance with the relief granted in the *Interim Order (i) Authorizing the Debtors to (a) File a Consolidated List of Creditors in lieu of Submitting a Separate Mailing Matrix for Each Debtor, (b) File a Consolidated List of the Debtors' Thirty Largest Unsecured Creditors, and (c) Redact Certain Personal Identification Information, and (ii) Granting Related Relief [Docket No. 63]*, the Debtors redacted certain personal identifying information from the Schedules and Statements.
- (j) **First Day Orders.** The Court has entered various customary "first day" orders (collectively, the "First Day Orders"), authorizing the Debtors and their estates to pay or otherwise satisfy certain prepetition claims, including, without limitation, certain claims related to employees, taxes, and insurance programs. The majority of the First Day Orders were granted on an interim basis. Due to the timing of filing

the Schedules and Statements, certain prepetition claims which will be satisfied pursuant to the relief granted by the First Day Orders, may not be reflected in the Schedules and Statements.

- (k) **Intellectual Property Rights.** Exclusion of certain intellectual property should not be construed to be an admission that such intellectual property rights have been abandoned, have been terminated or otherwise expired by their terms, or have been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property should not be construed to be an admission that such intellectual property rights have not been abandoned, have not been terminated or otherwise expired by their terms, or have not been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction.
- (l) **Insiders.** For purposes of the Schedules and Statements, the Debtors define “insiders” pursuant to section 101(31) of the Bankruptcy Code as: (i) current or former directors, officers, or persons in control of the Debtors; (ii) relatives of current or former directors, officers, or persons in control of the Debtors; (iii) a partnership in which the Debtors is a general partner; or (iv) an affiliate of the Debtors. Except as otherwise disclosed herein or in the Statements, payments to insiders listed in (i) through (iv) above are set forth on Statement 4. Persons listed as “insiders” have been included for informational purposes only, and such listing is not intended to be, nor should it be construed as, a legal characterization of such person as an insider, nor does it serve as an admission of any fact, claim, right, or defense, and all such claims, rights, and defenses with respect thereto are hereby expressly reserved. Further, the Debtors and their estates do not take any position with respect to: (1) any such person’s influence over the control of the Debtors; (2) the management responsibilities or functions of any such individual; (3) the decision-making or corporate authority of any such individual; or (4) whether any such individual could successfully argue that he or she is not an “insider” under applicable law, including, without limitation, the federal securities laws, or with respect to any theories of liability or for any other purpose.

### 3. **Methodology.**

- (a) **Basis of Presentation.** The Schedules and Statements do not purport to represent financial statements prepared in accordance with Generally Accepted Accounting Principles in the United States (“GAAP”), nor are they intended to be fully reconciled to the financial statements of each Debtor. The Schedules and Statements contain unaudited information that is subject to further review and potential adjustment. The Schedules and Statements reflect the Debtors’ reasonable efforts to report the assets and liabilities of each Debtor on an unconsolidated basis.
- (b) **Duplication.** Certain of the Debtors’ assets, liabilities, and prepetition payments may properly be disclosed in response to multiple parts of the Schedules and

Statements. To the extent these disclosures would be duplicative, the Debtors have made reasonable efforts to only list such assets, liabilities, and prepetition payments once.

- (c) **Net Book Value.** It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate resources for the Debtors to obtain current market valuations for all estate assets. Accordingly, unless otherwise indicated herein or in the Schedules and Statements, the Schedules and Statements reflect the net book values, rather than current market values, of the Debtors' assets as of the Petition Date and may not reflect the net realizable value of such assets. Unless otherwise noted, Schedule A/B generally reflects the Debtors' books and records as of October 31, 2024, which follows the Debtor's fiscal calendar.
- (d) **Allocation of Liabilities.** At the time of the filing of the Schedules and Statements, the Debtors are continuing to reconcile certain accounts payable liabilities. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change. Accordingly, the Debtors and their estates reserve all rights to amend, supplement, or otherwise modify the Schedules and Statements as is necessary or appropriate.
- (e) **Unknown or Undetermined Amounts.** The description of an amount as "unknown" or "undetermined" is not intended to reflect upon the materiality of such amount.
- (f) **Credits and Adjustments.** Claims of creditors are listed in the amounts entered on the Debtors' books and records, and may not reflect certain credits, allowances or other adjustments due from such creditors to the Debtors. The Debtors and their estates reserve all rights with regard to any such credits, allowances, and other adjustments, including, without limitation, the right to assert claims, objections, setoffs, and recoupments with respect to the same.
- (g) **Currency.** Unless otherwise indicated, all amounts are reflected in United States currency ("USD"). The values reported herein are in USD.
- (h) **Setoffs.** To the extent the Debtors have incurred or effectuated any ordinary course setoffs with third parties (including, without limitation, customers and vendors) prior to the Petition Date, or are subject to the occurrence of, or maintain the right to effectuate, ordinary course setoffs on account of activities occurring prior to the Petition Date, such setoffs are included in the Schedules and Statements. To the extent such setoffs are excluded from the Schedules and Statements, the Debtors and their estates reserve all rights with respect to any such setoffs.

#### 4. **Specific Schedules Disclosures.**

- (a) **Schedule A/B: Assets – Real and Personal Property**



The asset information provided herein, except as otherwise noted, is reported as of the closing accounting period, October 31, 2024

- (i) **Schedule A/B 3.** Schedule A/B 3 lists bank account balances as of the Petition Date.
- (ii) **Schedule A/B 8.** The Debtors are required to make prepayments from time to time with various vendors, landlords, and service providers in the ordinary course of their business operations. The Debtors have exercised reasonable efforts to report the current value of any prepayments. The Debtors reserve their rights, but are not required, to amend the Schedules and Statements if deposits are incorrectly identified.
- (iii) **Schedule A/B 19.** The Debtors may have additional low-value stock items on site that have no salvage value and have been fully written-off by the Debtors.
- (iv) **Schedule A/B 25.** While the inventory listed in Schedule A/B 19 is as of October 31, 2024, to the best of the Debtors' knowledge, no goods have been received within 20 days of the Petition Date.
- (v) **Schedule A/B 39.** The Debtors do not have a viable way of separating furniture and fixtures. Accordingly, the values of items that fall under Schedules A/B 39-40 are consolidated within Schedule A/B 39.
- (vi) **Schedule A/B 50.** Certain vehicles and trucks may be included in A/B 50, but the Debtors do not have a viable way of separating the Net Book Value attributed to various assets in the Schedule. Accordingly, the Net Book Value of vehicles and parts listed in Schedule A/B 50 includes in assets that could be listed in Schedule A/B 47.
- (vii) **Schedule Part 10.** Schedule Part 10 (Intangibles and intellectual property) may not reflect current fair market values and may be marked down in subsequent periods. Additionally, in some cases when the value of certain intangibles is not readily ascertainable, the value of intangibles may be listed as undetermined.
- (viii) **Schedule A/B 60.** Schedule A/B 60 reflects only granted patents. The Debtors may have additional patents pending that have not been included in this schedule.
- (ix) **Schedule A/B 64.** The Debtors may have created certain social media accounts that are not actively managed or tracked. To the extent that these social media accounts exist, they have not been included in this schedule.

- (x) **Schedule A/B 74.** Despite their commercially reasonable efforts to identify all known assets, the Debtors may not have listed all their respective causes of action or potential causes of action against third parties as assets, including, but not limited to, causes of action arising under the Bankruptcy Code or any other applicable laws (including, but not limited to, intellectual property laws). The Debtors and their estates reserve all rights with respect to any claims and causes of action that they may have (including, but not limited to, patent infringement), and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such claims and causes of actions, or in any way waive, prejudice, impair, or otherwise affect the assertion of such claims and causes of action.
- (xi) **Schedule A/B 77.** Historically, a substantial amount of the Debtors' intercompany balances derived from non-cash transactions, including the contribution of certain intangibles and intellectual property, in accordance with transfer pricing and other accounting standards. Intercompany amounts listed in Schedule A/B 77 may not be listed in Schedule 10 (Accounts receivable). Pursuant to the winddown support agreement and based on certain transactions that occurred prepetition, certain intercompany balances may have been settled or have materially changed.

(b) **Schedule D: Creditors Who Have Claims Secured by Property**

Except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Court that is or becomes final, the Debtors and their estates reserve all rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be granted or perfected in any specific asset to a creditor listed on Schedule D of any of the Debtors. Moreover, although the Debtors may have scheduled claims of various creditors as secured claims for informational purposes, no current valuation of the Debtors' assets in which such creditors may have a lien has been undertaken. Except as otherwise agreed pursuant to a stipulation, agreed order, or general order entered by the Court that is or becomes final, the Debtors and their estates reserve all rights to dispute or challenge the secured nature of any such claim or the characterization of the structure of any transaction, document, or instrument related to any such claim. The descriptions provided in Schedule D are intended only to be a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent, and priority of any liens. Nothing in these Global Notes or the Schedules and Statements shall be deemed a modification or interpretation of the terms of such agreements.

In certain instances, a Debtor may be a co-obligor with respect to scheduled claims of other Debtors. No claim set forth on the Schedule D of any Debtor is intended to acknowledge claims of creditors that are or may be otherwise satisfied or discharged.

The Debtors have not included on Schedule D all parties that may believe their claims are secured through setoff rights, deposits posted by, or on behalf of, the Debtors, inchoate statutory lien rights, or real property lessors, utility companies, and other parties that may hold security deposits.

Except as specifically stated herein, utility companies and other parties that may hold security deposits have not been listed on Schedule D. The Debtors have not included parties that may believe their Claims are secured through setoff rights or inchoate statutory lien rights.

Certain of the amounts listed for parties on Schedule D may not be reflective of any accrued and unpaid interest, prepayment premiums, and other similar fees or expenses that such parties may be entitled to and are not reflective of any payments made by the Debtors subsequent to the Petition Date.

(c) **Schedule E/F: Creditors Who Have Unsecured Claims**

- (i) **Part 1 – Creditors with Priority Unsecured Claims.** The listing of any claim on Schedule E/F does not constitute an admission by the Debtors that such claim is entitled to priority treatment under section 507 of the Bankruptcy Code. The Debtors reserve all of their rights to dispute the amount and/or priority status of any claim on any basis at any time.

Certain tax claims owing to various taxing authorities may be subject to on-going audits. The Debtors are otherwise unable to determine with certainty the amount of many, if not all, of the tax claims listed on Schedule E/F, Part 1. Therefore, the Debtors have listed all such claims as undetermined in amount, pending resolution of on-going audits or other outstanding issues.

Pursuant to the order relief granted in the *Interim Order (I) Authorizing (A) Payment of Certain Prepetition Workforce Obligations, (B) Continuance of Workforce Programs, (C) Payment of Withholding and Payroll-Related Taxes, (D) Payment of Prepetition Claims Owing to Administrators, and (II) Granting Related Relief* [Docket No. 65] (the “Employee Wage Order”), the Debtors received authority to pay certain prepetition obligations, including, without limitation, obligations related to employee wages and other employee benefits, in the ordinary course of business. Accordingly, the Debtors have not listed on Schedule E/F, Part 1 any wage or wage-related obligations for which the Debtors have granted authority to pay pursuant to the Employee Wage Orders or other order that may be entered by the Bankruptcy Court. The Debtors believe that all such claims have been, or will be, satisfied in the ordinary course during the Chapter 11 Cases pursuant to the authority granted in the Employee Wage Order or other order that may be entered by the Bankruptcy Court.

The Debtors maintain a pre-tax 401(k) plan for regular full-time and regular part-time employees. The Debtors, on a monthly basis, contribute 3% of employees' eligible pay regardless of employee contribution amount. There are no outstanding amounts owed to employees under this program as of the Petition Date and as the Debtors have received authority to continue to process the 401(k) plan obligations on a postpetition basis in the ordinary course of business, there are no 401(k) matching contribution obligations listed on Schedule E/F.

- (ii) **Part 2 – Creditors with Nonpriority Unsecured Claims.** Certain creditors listed on Part 2 of Schedule E/F may owe amounts to the Debtors; accordingly, the Debtors and their estates may have valid setoff and recoupment rights with respect to such amounts. Also, the amounts listed on Part 2 of Schedule E/F reflect known prepetition claims as of the Petition Date. Such amounts do not reflect any rights of setoff or recoupment that may be asserted by any creditors listed on Part 2 of Schedule E/F, and the Debtors and their estates reserve all rights to challenge any setoff and recoupment rights that may be asserted against them. The Debtors and their estates reserve all rights to dispute or challenge the validity, perfection, or immunity from avoidance of any lien purported to be perfected by a creditor listed on Part 2 of Schedule E/F.

The Debtors have used commercially reasonable efforts to include all creditors on Part 2 of Schedule E/F. The amounts listed for liabilities on Schedule E/F may be exclusive of certain contingent and unliquidated amounts.

To the extent that they have been paid, the Debtors have not listed on Part 2 of Schedule E/F, among others, certain unsecured employee wage or benefit claims or claims related to the Debtors' insurance programs for which the Debtors have been granted authority to pay pursuant to a First Day Order. The Debtors and their estates reserve their rights to dispute or challenge whether creditors listed on Schedule E/F are entitled to priority claims.

Third parties should not anticipate that the relationship of aggregate asset values and aggregate liabilities set forth in the Schedules will reflect their ultimate recoveries in the Chapter 11 Cases. Actual assets and liabilities may deviate from the amounts shown in the Schedules due to various events that occur throughout the duration of the Chapter 11 Cases.

Historically, a substantial amount of the Debtors' intercompany claims derived from non-cash transactions, including the contribution of certain intangibles and intellectual property, in accordance with transfer pricing and other accounting standards. Pursuant to the winddown support agreement

and based on certain transactions that occurred prepetition, certain intercompany claims may have been settled or have materially changed.

(d) **Schedule G: Executory Contracts and Unexpired Leases**

Although commercially reasonable efforts have been made to ensure the accuracy of Schedule G regarding executory contracts and unexpired leases, inadvertent errors, omissions, or over-inclusion may have occurred in preparing Schedule G. Omission of a contract, lease, or other agreement from Schedule G does not constitute an admission that such omitted contract, lease, or other agreement is not an executory contract or unexpired lease. Schedule G may be amended at any time to add any omitted executory contracts, unexpired leases, and other agreements to which the Debtors are a party, including, without limitation, to add any that the Debtors did not list on Schedule G at this time. Likewise, the listing of an agreement on Schedule G does not constitute an admission that such agreement is an executory contract or unexpired lease, or that such agreement was in effect or unexpired on the Petition Date or is valid or enforceable. The agreements listed on Schedule G may have expired, or may have been modified, amended, or supplemented from time to time by various amendments, restatements, waivers, estoppel certificates, letters and other documents, instruments, and agreements that may not be listed on Schedule G. Additionally, the Debtors maintain certain insurance programs. The Debtors and their estates reserve all rights in connection with such insurance programs.

All rights, claims, and causes of action of the Debtors and their estates with respect to the agreements listed on Schedule G are hereby reserved and preserved. The Debtors and their estates hereby reserve all rights to: (i) dispute the validity, status, or enforceability of any agreements set forth on Schedule G; (ii) dispute or challenge the characterization of the structure of any transaction, document, or instrument related to a creditor's claim, including, but not limited to, the agreements listed on Schedule G; and (iii) amend or supplement Schedule G, as necessary.

In the ordinary course of business, the Debtors may have issued purchase orders for supplies, product, and related items which, to the extent that such purchase orders constitute executory contracts, are not listed individually on Schedule G.

The Debtors have made reasonable efforts to attribute the correct address to each counterparty. However, in certain instances, additional or alternate addresses that are not listed may be applicable for contract counterparties.

Certain of the agreements listed on Schedule G may have been entered into by or on behalf of more than one of the Debtors. Additionally, the specific Debtor obligor(s) to certain of the agreements could not be specifically ascertained in every circumstance. In such cases, the Debtors have made reasonable efforts to identify the correct Debtors' Schedule G on which to list the agreement, and where a contract party remained uncertain, such agreements may have been listed on a

different Debtor's Schedule G. In some cases, the Debtors may have inadvertently listed the incorrect Debtor party.

In the ordinary course of business, the Debtors may have entered into confidentiality agreements and non-disclosure agreements which, to the extent that such confidentiality agreements constitute executory contracts, are not listed individually on Schedule G. To the extent that any confidentiality agreements are listed individually on Schedule G, such confidentiality agreements do not constitute executory contracts to which the Debtors are bound to.

The Debtors have made reasonable efforts to identify and correct details regarding effective contract dates, contract descriptions, debtor entities, counterparty addresses, and other terms included for such listed agreements.

(e) **Schedule H: Codebtors**

In the ordinary course of their business, the Debtors may historically have paid certain expenses on behalf of other Debtors and non-Debtor affiliates. The Debtors may not have identified certain guarantees that are embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other agreements. Further, certain of the guarantees reflected on Schedule H may have expired or may no longer be enforceable. Thus, the Debtors reserve their rights to amend Schedule H to the extent that additional guarantees are identified or such guarantees are discovered to have expired or become unenforceable.

In the ordinary course of their business, the Debtors may be involved in pending or threatened litigation and claims arising out of certain ordinary course of business transactions. These matters may involve multiple plaintiffs and defendants, some or all of whom may assert cross-claims and counter-claims against other parties. Because such claims are contingent, disputed, and/or unliquidated, such claims have not been set forth on Schedule H. However, some such claims may be listed elsewhere in the Schedules and Statements.

5. **Specific Statements Disclosures.**

- (a) **Statements, Question 1.** In the normal course of business, the debtors recognize intercompany revenue which is recorded in accordance with transfer pricing and other accounting standards. For SOFA 1, gross revenue from the business does not reflect intercompany revenue and is limited to recognition of revenue or sales to unaffiliated third parties.
- (b) **Statements, Question 3.** Payments included in Statement 3 are as of the Petition Date. Statement 3 includes any disbursement or other transfer made by each particular Debtor, except for those made to insiders, which are reflected in Statement 4.

As previously set forth herein and in more detail in the Cash Management Motion, the Debtors maintain a centralized cash management system. As a result, during the year preceding the Petition Date, the Debtors may have made certain payments to creditors of other Debtors or non-Debtor affiliates.

For certain creditors receiving payment, the Debtors maintain multiple addresses for such vendor. Efforts have been made to attribute the correct address, however, in certain instances, alternate addresses may be applicable for a party listed in response to Statement 3.

Reasonable efforts have been made to identify pertinent activity. However, certain *de minimis* activity may have been unintentionally omitted due to the lack of availability of certain details and/or insights at the time of assessment.

- (c) **Statements, Question 4.** Payments included in Statement 4 are as of the Petition Date. Intercompany payables and receivables as of the Petition Date can be found on Schedule E/F and Schedule A/B. Any required details for Statement 30 are addressed with the information provided in Statement 4.

Certain Insiders are paid via non-debtor entities and therefore do not have any payments listed in this Statement.

- (d) **Statements, Question 7.** The Debtors reserve all of their rights and defenses with respect to any and all listed lawsuits and administrative proceedings. The listing of any such suits and proceedings shall not constitute an admission by the Debtors of any liabilities or that the actions or proceedings were correctly filed against the Debtors or any affiliates of the Debtors. The Debtors also reserve their rights to assert that a Debtor is not an appropriate party to such actions or proceedings. Audits of third-party products have been excluded. Certain matters listed under legal actions, administrative proceedings, court actions, executions, attachments, or government audits may represent potential, rather than actually filed, legal actions. Additionally, one action was recently voluntarily dismissed but may be re-filed in the future.
- (e) **Statements, Question 11.** Payments included in Statement 11 are as of the Petition Date. All payments for services of any entities that provided consultation concerning debt restructuring services, relief under the Bankruptcy Code, or preparation of a petition in bankruptcy within 1 year immediately preceding the Petition Date are listed on the Debtor's respective Statements, as applicable. The Debtors have endeavored to list only payments made for debt restructuring services, however, in some instances, these balances may include payments for services not related to restructuring or bankruptcy matters. Additional information regarding the Debtors' retention of professionals is more fully described in the individual retention applications for those professionals.

- (f) **Statements, Question 13.** While the Debtors have made reasonable efforts to respond comprehensively to Statement 13, certain *de minimis* asset sales and transfers may be omitted unintentionally.
- (g) **Statements, Question 20.** The Debtors previously maintained a warehouse used for off-premises storage. As of the Petition Date, the Debtors no longer lease this space and do not have any property held in off-premises storage.
- (h) **Statements, Question 26d.** From time to time, the Debtors provided financial statements in the ordinary course of business to certain parties for business, statutory, credit, financing, and other reasons. Recipients may have included, without limitation, financial institutions, investment banks, debtholders, and their legal and financial advisors. The Debtors do not maintain complete lists to track such disclosures. Further, the Debtors do not have visibility into financial statements that were provided to counterparties by any former members of the management team. As such, the Debtors may not have provided a complete listing of these parties in response to this question.
- (i) **Statements, Question 29.** Colin Mark Freed no longer holds the position of Chief Commercial Officer, effective as of December 14, 2024. However, he remains the Chief Financial Officer.

**\*\*END OF GLOBAL NOTES\*\***

**\*\*SCHEDULES AND STATEMENTS BEGIN ON THE FOLLOWING PAGE\*\***



Fill in this information to identify the case:

Debtor name: Synchronous LLC

United States Bankruptcy Court for the Division, District of Delaware

Case number (If known): 24-12795

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☐

Check if this is an amended filing

## Official Form 206Sum

### Summary of Assets and Liabilities for Non-Individuals

12/15

#### Part 1: Summary of Assets

1. *Schedule A/B: Assets-Real and Personal Property* (Official Form 206A/B)

1a. Real property:

Copy line 88 from Schedule A/B

\$ 0.00

1b. Total personal property:

Copy line 91A from Schedule A/B

\$ 288,559,748.92

1c. Total of all property:

Copy line 92 from Schedule A/B

\$ 288,559,748.92

#### Part 2: Summary of Liabilities

2. *Schedule D: Creditors Who Have Claims Secured by Property*: (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D

\$ 76,000,542.00

3. *Schedule E/F: Creditors Who Have Unsecured Claims*: (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:

Copy the total claims from Part 1 from line 5a of Schedule E/F

\$ 0.00

3b. Total amount of claims of nonpriority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F

+ \$ 291,134,007.41

4. Total liabilities:

Lines 2 + 3a + 3b

\$ 367,134,549.41

Fill in this information to identify the case:

Debtor name: Synchronous LLC

United States Bankruptcy Court for the Division, District of Delaware

Case number (If known): 24-12795

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☐

Check if this is an amended filing

## Official Form 206A/B

### Schedule A/B: Assets Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

#### Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

☐

No. Go to Part 2.

☒

Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

3. Checking, savings, money market, or financial brokerage accounts

	Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1.	<u>Wells Fargo Bank N.A.</u>	<u>Checking</u>	<u>5596</u>	\$ <u>92,328.23</u>
3.2.	<u>Wells Fargo Bank N.A.</u>	<u>Restricted Account</u>	<u>5480</u>	\$ <u>100,000.00</u>
3.3.	<u>Wells Fargo Bank N.A.</u>	<u>Bid Account (Other Deposits)</u>	<u>5409</u>	\$ <u>0.00</u>
3.4.	<u>Wells Fargo Bank N.A.</u>	<u>Segregated Carve Out / Professional Fee</u>	<u>6655</u>	\$ <u>0.00</u>
3.5.	<u>Wells Fargo Bank N.A.</u>	<u>Adequate Assurance</u>	<u>6648</u>	\$ <u>0.00</u>

4. Other cash equivalents (Identify all)

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$ 192,328.23

6. Does the debtor have any deposits or prepayments?

- ☐ No. Go to Part 3.
- ☒ Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

7.1.	Security Deposit (HQ) – Kattera – Security Deposit (HQ)	\$	195,422.02
7.2.	Additional Security Deposit (HQ) - Kidder Matthews	\$	5,996.00
7.3.	Sec 125 Funding deposit - Navia Benefits	\$	1,945.53
7.4.	Sec 125 Funding deposit - Navia Benefits	\$	2,844.47
7.5.	Security Deposit (SoTres) - Prologis Logistics	\$	72,665.44
7.6.	Security Deposit (SoDo) - Terreno Occidental, LLC	\$	37,920.00
7.7.	Security Deposit (SoDo) - Terreno Occidental, LLC	\$	23,018.39
7.8.	Security Deposit (SoDo) - Terreno Occidental, LLC	\$	12,288.00
7.9.	Security Deposit (Centralia) - TransAlta Centralia Mining	\$	4,800.00
7.10.	Deposit for main workshop and PMS building - TransAlta Centralia Mining	\$	26,140.00

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

8.1.	See attached Exhibit AB8	\$	6,836,265.93
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9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$ 7,219,305.78

Part 3:Accounts receivable

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.
- ☒ Yes. Fill in the information below.

**11. Accounts receivable**

11 a. 90 days old or less:	\$ 1,421,455.68	-	\$ 0.00	= →	\$ 1,421,455.68
	face amount		doubtful or uncollectible accounts		
11 b. Over 90 days old:		-		= →	
	face amount		doubtful or uncollectible accounts		

**12. Total of Part 3**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ 1,421,455.68

**Part 4: Investments****13. Does the debtor own any investments?**

- ☒ No. Go to Part 5.
- ☐ Yes. Fill in the information below.

Valuation method used for current value

Current value of debtor's interest

**14. Mutual funds or publicly traded stocks not included in Part 1****15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture****16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1****17. Total of Part 4**

Add lines 14 through 16. Copy the total to line 83.

\$ 0.00

**Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?**

- ☐ No. Go to Part 6.
- ☒ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (where available)	Valuation method used for current value	Current value of debtor's interest
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**19. Raw materials**

19.1. Raw Materials \$ 6,048,090.96 Net Book Value \$ 6,048,090.96

MM/DD/YYYY

**20. Work in progress****21. Finished goods, including goods held for resale****22. Other inventory or supplies****23. Total of Part 5**

Add lines 19 through 22. Copy the total to line 84.

\$ 6,048,090.96

24. Is any of the property listed in Part 5 perishable?

☒ No.

☐ Yes.

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

☒ No.

☐ Yes.

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

☒ No.

☐ Yes.

**Part 6:**

**Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

☒ No. Go to Part 7.

☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (where available)	Valuation method used for current value	Current value of debtor's interest
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28. Crops-either planted or harvested

29. Farm animals Examples: Livestock, poultry, farm-raised fish

30. Farm machinery and equipment (Other than titled motor vehicles)

31. Farm and fishing supplies, chemicals, and feed

32. Other farming and fishing-related property not already listed in Part 6

33. Total of Part 6.

Add lines 28 through 32. Copy the total to line 85.

\$ 0.00

34. Is the debtor a member of an agricultural cooperative?

☐ No.

☐ Yes. Is any of the debtor's property stored at the cooperative?

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

☐ No.

☐ Yes. Is any of the debtor's property stored at the cooperative?

36. Is a depreciation schedule available for any of the property listed in Part 6?

☐ No.

☐ Yes.

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

☐ No.

☐ Yes.

Part 7: Office furniture, fixtures, and equipment, and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (where available)	Valuation method used for current value	Current value of debtor's interest
---------------------	--	--	------------------------------------

39. Office furniture

39.1. Office furniture \$ 469,974.25 Net Book Value \$ 469,974.25

40. Office fixtures

41. Office equipment, including all computer equipment and communication systems equipment and software

41.1. Office equipment \$ 1,114,886.95 Net Book Value \$ 1,114,886.95

42. Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$ 1,584,861.20

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☐ No.
- ☒ Yes.

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No.
- ☐ Yes.

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☐ No. Go to Part 9.
- ☒ Yes. Fill in the information below.

General description Include year, make, mode, and identification numbers (i.e VIN, HIN)	Net book value of debtor's interest (where available)	Valuation method used for current value	Current value of debtor's interest
---	--	--	------------------------------------

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

49. Aircraft and accessories

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

50.1. Vehicle Parts - WA \$ 12,065,340.07 NBV \$ 12,065,340.07

50.2. CapEx Machinery, Equipment & Tools \$ 6,846,829.00 NBV \$ 6,846,829.00

**51. Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$ 18,912,169.07

**52. Is a depreciation schedule available for any of the property listed in Part 8?**☐ No.☒ Yes.**53. Has any of the property listed in Part 8 been appraised by a professional within the last year?**☒ No.☐ Yes.**Part 9: Real property****54. Does the debtor own or lease any real property?**☐ No. Go to Part 10.☒ Yes. Fill in the information below.Description and location of  
propertyNature and extent of debtor's  
interest in propertyNet book value of debtor's  
interest (where available)Valuation method used for  
current valueCurrent value of debtor's  
interest**55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

55.1. Lease Right-of-Use Asset,  
 Various Leased \$ 7,341,905.28 Undetermined \$ Undetermined

**56. Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

Undetermined

**57. Is a depreciation schedule available for any of the property listed in Part 9?**☐ No.☒ Yes.**58. Has any of the property listed in Part 9 been appraised by a professional within the last year?**☒ No.☐ Yes.**Part 10: Intangibles and intellectual property****59. Does the debtor have any interests in intangibles or intellectual property?**☐ No. Go to Part 11.☒ Yes. Fill in the information below.

General description

Net book value of debtor's interest  
(where available)Valuation method used for current  
value

Current value of debtor's interest

60. Patents, copyrights, trademarks, and trade secrets

61. Internet domain names and websites

61.1.	<u>first-mode.co.za</u>	\$	<u>Undetermined</u>	N/A	\$	<u>Undetermined</u>
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61.2.	<u>firstmode.co.za</u>	\$	<u>Undetermined</u>	N/A	\$	<u>Undetermined</u>
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62. Licenses, franchises, and royalties

63. Customer lists, mailing lists, or other compilations

64. Other intangibles, or intellectual property

65. Goodwill

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$ 0.00
---------

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

☒ No.☐ Yes.

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

☒ No.☐ Yes.

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

☒ No.☐ Yes.**Part 11:** All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

☐ No. Go to Part 12.☒ Yes. Fill in the information below.

71. Notes receivable

72. Tax refunds and unused net operating losses (NOLs)

73. Interests in insurance policies or annuities

73.1.	<u>See Attached Exhibit AB73</u>	\$	<u>Undetermined</u>
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74. Causes of action against third parties (whether or not a lawsuit has been filed)

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

76. Trusts, equitable or future interests in property



77. Other property of any kind not already listed Examples: Season tickets, country club membership

77.1.	Intercompany due from First Mode Holdings Inc.	\$	14,345,737.00
<hr/>			
77.2.	Intercompany due from First Mode Pty Ltd	\$	15,117,553.00
<hr/>			
77.3.	Intercompany due from First Mode IPP Ltd	\$	223,664,330.00
<hr/>			
77.4.	Intercompany due from First Mode SpA. Chile-Sub	\$	11,186.00
<hr/>			
77.5.	Intercompany due from First Mode SAO . SA -Sub	\$	42,732.00
<hr/>			

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$ 253,181,538.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No.☐ Yes.**Part 12:** Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80 . Cash, cash equivalents, and financial assets. Copy line 5, Part 1.	\$ 192,328.23	
	<hr/>	
81 . Deposits and prepayments. Copy line 9, Part 2.	\$ 7,219,305.78	
	<hr/>	
82 . Accounts receivable. Copy line 12, Part 3.	\$ 1,421,455.68	
	<hr/>	
83 . Investments. Copy line 17, Part 4.	\$ 0.00	
	<hr/>	
84 . Inventory. Copy line 23, Part 5.	\$ 6,048,090.96	
	<hr/>	
85 . Farming and fishing-related assets. Copy line 33, Part 6.	\$ 0.00	
	<hr/>	
86 . Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$ 1,584,861.20	
	<hr/>	
87 . Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$ 18,912,169.07	
	<hr/>	
88 . Real property. Copy line 56, Part 9.		Undetermined

89 . Intangibles and intellectual property. Copy line 66, Part 10.

\$ 0.00

90 . All other assets. Copy line 78, Part 11.

\$ 253,181,538.00

91 . Total. Add lines 80 through 90 for each column.

91a.

\$ 288,559,748.92

+

91b.

\$ 0.00 +

Undetermined

92 . Total of all property on Schedule A/B. Lines 91a + 91b = 92

288,559,748.92

## SCHEDULES OF ASSETS AND LIABILITIES

### EXHIBIT FOR SCHEDULE AB

#### PART 2, QUESTION 8

PREPAYMENTS, INCLUDING PREPAYMENTS ON  
EXECUTORY CONTRACTS, LEASES, INSURANCE, TAXES,  
AND RENT

## Synchronous LLC

Case No. 24-12795

## Schedule AB-8: Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Name of Holder of Prepayment	Description	Current Value of Debtor's Interest
Ally Bank	Finance Vendor Prepayment	\$958.16
<b>Ally Bank Total</b>		<b>\$958.16</b>
AlphaSense, Inc	IT Vendor Prepayment	\$7,212.27
<b>AlphaSense, Inc Total</b>		<b>\$7,212.27</b>
Altium Inc.	IT Vendor Prepayment	\$7,707.37
<b>Altium Inc. Total</b>		<b>\$7,707.37</b>
Applied CAX, LLC	Engineering Services Vendor Prepayment	\$512,073.07
<b>Applied CAX, LLC Total</b>		<b>\$512,073.07</b>
Atlas Copco Compressors LLC	Manufacturing Vendor Prepayment	\$4,815.14
<b>Atlas Copco Compressors LLC Total</b>		<b>\$4,815.14</b>
Australian American Chamber of Commerce - Pacific Northwest	Consulting Services Vendor Prepayment	\$416.70
<b>Australian American Chamber of Commerce - Pacific Northwest Total</b>		<b>\$416.70</b>
Autodesk	IT Vendor Prepayment	\$7,448.64
<b>Autodesk Total</b>		<b>\$7,448.64</b>
Ballard Power Systems Inc.	Energy Vendor Prepayment	\$2,545,000.00
<b>Ballard Power Systems Inc. Total</b>		<b>\$2,545,000.00</b>
Blueground US, Inc.	Rent Vendor Prepayment	\$1,392.15
<b>Blueground US, Inc. Total</b>		<b>\$1,392.15</b>
BrightLoop Converters	Manufacturing Vendor Prepayment	\$1,345,867.25
<b>BrightLoop Converters Total</b>		<b>\$1,345,867.25</b>
Built In, Inc.	Consulting Services Vendor Prepayment	\$1,405.10
<b>Built In, Inc. Total</b>		<b>\$1,405.10</b>
Carta, Inc.	Finance Vendor Prepayment	\$34,788.50
<b>Carta, Inc. Total</b>		<b>\$34,788.50</b>
Central Puget Sound Regional Transit Authority	Tax & Government Vendor Prepayment	\$10,378.06
<b>Central Puget Sound Regional Transit Authority Total</b>		<b>\$10,378.06</b>
Charging Interface Initiative e. V.	Engineering Services Vendor Prepayment	\$1,329.00
<b>Charging Interface Initiative e. V. Total</b>		<b>\$1,329.00</b>
Cigna Health and Life Insurance Company	Bill - Cigna Health and Life Insurance Company: Travel Insurance provider (06-22-2024 06-21-2025)	\$23,141.22
<b>Cigna Health and Life Insurance Company Total</b>		<b>\$23,141.22</b>
Circa	HR Vendor Prepayment	\$4,527.25
<b>Circa Total</b>		<b>\$4,527.25</b>
City Of Seattle- Pioneer Square BIA	Tax & Government Vendor Prepayment	\$531.50
<b>City Of Seattle- Pioneer Square BIA Total</b>		<b>\$531.50</b>
Coder Technologies, Inc.	IT Vendor Prepayment	\$1,616.45
<b>Coder Technologies, Inc. Total</b>		<b>\$1,616.45</b>
Conference Technologies, Inc.	IT Vendor Prepayment	\$0.00
<b>Conference Technologies, Inc. Total</b>		<b>\$0.00</b>
Convergint Technologies, LLC	IT Vendor Prepayment	\$546.64
<b>Convergint Technologies, LLC Total</b>		<b>\$546.64</b>
Cryostar USA LLC	Manufacturing Vendor Prepayment	\$147,596.00
<b>Cryostar USA LLC Total</b>		<b>\$147,596.00</b>
Degree, Inc (DBA Lattice)	HR Vendor Prepayment	\$7,960.11
<b>Degree, Inc (DBA Lattice) Total</b>		<b>\$7,960.11</b>
Delta Airlines	Non-Merchandise Vendor Prepayment	\$5,154.22
<b>Delta Airlines Total</b>		<b>\$5,154.22</b>
DocuSign Inc.	IT Vendor Prepayment	\$10,380.26
<b>DocuSign Inc. Total</b>		<b>\$10,380.26</b>
Dun & Bradstreet, Inc.	Finance Vendor Prepayment	\$2,538.84
<b>Dun &amp; Bradstreet, Inc. Total</b>		<b>\$2,538.84</b>
FARO Technologies, Inc.	IT Vendor Prepayment	\$2,351.25
<b>FARO Technologies, Inc. Total</b>		<b>\$2,351.25</b>
FloQast, Inc.	Finance Vendor Prepayment	\$39,782.69
<b>FloQast, Inc. Total</b>		<b>\$39,782.69</b>
Focus B.V.	Consulting Services Vendor Prepayment	\$4,742.32
<b>Focus B.V. Total</b>		<b>\$4,742.32</b>
Fortra, LLC	IT Vendor Prepayment	\$31,000.00
<b>Fortra, LLC Total</b>		<b>\$31,000.00</b>
Gamma Technologies LLC	IT Vendor Prepayment	\$69,624.90
<b>Gamma Technologies LLC Total</b>		<b>\$69,624.90</b>
Greene IS	IT Vendor Prepayment	\$28,224.44
<b>Greene IS Total</b>		<b>\$28,224.44</b>
Greenhouse Software	HR Vendor Prepayment	\$17,724.20
<b>Greenhouse Software Total</b>		<b>\$17,724.20</b>
Hawk Ridge Systems LLC	IT Vendor Prepayment	\$1,298.56
<b>Hawk Ridge Systems LLC Total</b>		<b>\$1,298.56</b>
Hexagon Manufacturing Intelligence, Inc.	Manufacturing Vendor Prepayment	\$18,117.22
<b>Hexagon Manufacturing Intelligence, Inc. Total</b>		<b>\$18,117.22</b>
Honeywell International Inc.	Manufacturing Vendor Prepayment	\$35,050.13
<b>Honeywell International Inc. Total</b>		<b>\$35,050.13</b>
HSI Workplace Compliance Solutions, Inc.	HR Vendor Prepayment	\$6,734.79
<b>HSI Workplace Compliance Solutions, Inc. Total</b>		<b>\$6,734.79</b>
Insight Direct USA, Inc.	IT Vendor Prepayment	\$983.97

## Synchronous LLC

Case No. 24-12795

## Schedule AB-8: Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Name of Holder of Prepayment	Description	Current Value of Debtor's Interest
<b>Insight Direct USA, Inc. Total</b>		<b>\$983.97</b>
International SOS (ANZ) Pty Ltd	Consulting Services Vendor Prepayment	\$19,661.77
<b>International SOS (ANZ) Pty Ltd Total</b>		<b>\$19,661.77</b>
ISN Software Corporation	IT Vendor Prepayment	\$7,333.33
<b>ISN Software Corporation Total</b>		<b>\$7,333.33</b>
Jama Software, Inc.	IT Vendor Prepayment	\$48,645.15
<b>Jama Software, Inc. Total</b>		<b>\$48,645.15</b>
King County Finance Acct# 4200-045198-64	Tax & Government Vendor Prepayment	\$5,242.14
<b>King County Finance Acct# 4200-045198-64 Total</b>		<b>\$5,242.14</b>
KnowBe4, Inc	IT Vendor Prepayment	\$2,765.71
<b>KnowBe4, Inc Total</b>		<b>\$2,765.71</b>
LastPass US LP	IT Vendor Prepayment	\$4,555.11
<b>LastPass US LP Total</b>		<b>\$4,555.11</b>
LAZ Parking Northwest, LLC	Rent Vendor Prepayment	\$24,955.12
<b>LAZ Parking Northwest, LLC Total</b>		<b>\$24,955.12</b>
LinkedIn Corporation	IT Vendor Prepayment	\$11,737.44
<b>LinkedIn Corporation Total</b>		<b>\$11,737.44</b>
MetLife	Insurance Vendor Prepayment	\$0.00
<b>MetLife Total</b>		<b>\$0.00</b>
Miro	IT Vendor Prepayment	\$36,225.00
<b>Miro Total</b>		<b>\$36,225.00</b>
monday.com Ltd	IT Vendor Prepayment	\$23,128.16
<b>monday.com Ltd Total</b>		<b>\$23,128.16</b>
Navia Benefit Solutions	HR Vendor Prepayment	\$28,448.01
<b>Navia Benefit Solutions Total</b>		<b>\$28,448.01</b>
New Eagle	Engineering Services Vendor Prepayment	\$16,412.14
<b>New Eagle Total</b>		<b>\$16,412.14</b>
New Eagle, LLC	Engineering Services Vendor Prepayment	\$10,521.04
<b>New Eagle, LLC Total</b>		<b>\$10,521.04</b>
Prologis Targeted U.S. Logistics Fund, L.P.	Rent Vendor Prepayment	\$82,381.10
<b>Prologis Targeted U.S. Logistics Fund, L.P. Total</b>		<b>\$82,381.10</b>
Qatar Airways	Non-Merchandise Vendor Prepayment	\$5,254.45
<b>Qatar Airways Total</b>		<b>\$5,254.45</b>
Qualtrics, LLC	IT Vendor Prepayment	\$4,486.52
<b>Qualtrics, LLC Total</b>		<b>\$4,486.52</b>
Real-Time Innovations, Inc	IT Vendor Prepayment	\$16,945.82
<b>Real-Time Innovations, Inc Total</b>		<b>\$16,945.82</b>
Reedo LP c/o KG Investment Properties, LLC formerly Kidder Matthews	Rent Vendor Prepayment	\$0.00
<b>Reedo LP c/o KG Investment Properties, LLC formerly Kidder Matthews Total</b>		<b>\$0.00</b>
Rockwell Automation, Inc. formerly Plex Systems, Inc.	Manufacturing Vendor Prepayment	\$32,182.29
<b>Rockwell Automation, Inc. formerly Plex Systems, Inc. Total</b>		<b>\$32,182.29</b>
Sage Intacct, Inc.	Finance Vendor Prepayment	\$63,089.29
<b>Sage Intacct, Inc. Total</b>		<b>\$63,089.29</b>
Salesforce.com, Inc.	IT Vendor Prepayment	\$8,754.94
<b>Salesforce.com, Inc. Total</b>		<b>\$8,754.94</b>
Sequoia Benefits & Insurance Services, LLC (Benefits)	Bill - Sequoia Benefits & Insurance Services, LLC (Benefits): Global Core: Ongoing Global Coordination services for the following countries for 1/1/2024 to 12/31/2024	\$3,800.00
Sequoia Benefits & Insurance Services, LLC (Benefits)	Bill - Sequoia Benefits & Insurance Services, LLC (Benefits): Policy #CAP9510111 07/27/2023-07/27/2024	\$303.68
<b>Sequoia Benefits &amp; Insurance Services, LLC (Benefits) Total</b>		<b>\$4,103.68</b>
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): Earthquake Policy for 1015 Big Hanaford - Total annual premium including Taxes and fees for the policy term 12/13/2023 to 12/13/2024.	\$189.45
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): EPLI & Excess EPLI - Excess EPLI - Annual Premium (07/15/2024-07/15/2025)	\$26,787.95
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): General Liability & Excess GL - Terrorism Coverage - Annual Premium (07/15/2024-07/15/2025)	\$101,821.94
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): Policy #B0180PC2312432 08/15/2024-08/15/2025 - Falvey Cargo Underwriting / Underwriters at Lloyd's, London	\$232,547.88
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): Policy #B0621PSYNC000824 08/14/2024-07/15/2025 - Underwriters at Lloyds London (Prof Liab/Tech E&O/Cyber - Annual Premium)	\$64,894.94
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): Policy #B0621PSYNC001024 08/14/2024-07/15/2025 - Underwriters at Lloyds London (Excess PL/E&O/Cyber	\$39,055.53
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): Policy #ITL100065381524 (05/31/2024-07/15/2025)	\$173,873.94
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): Policy #TBD 07/01/2024-07/01/2025 - Foreign Package - Annual Premium, UK GL & Prop Premium	\$18,859.72
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): Policy #UKA302355424 - Kidnap & Extortion - Annual Premium (07/15/2024-07/15/2027)	\$3,933.46
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): Property Coverage - SCG Combined (07/15/2024 - 07/15/2025) Policy # 01719828200, CPR0004740724, P00100394714101, UB241465A0200)	\$204,940.38
Sequoia Benefits & Insurance Services, LLC (Insurance)	Bill - Sequoia Benefits & Insurance Services, LLC (Insurance): RLI Insurance Company - Policy #CAP9510112 (07/27/2024-07/15/2025)	\$40,526.69
<b>Sequoia Benefits &amp; Insurance Services, LLC (Insurance) Total</b>		<b>\$907,431.88</b>

## Synchronous LLC

Case No. 24-12795

## Schedule AB-8: Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Name of Holder of Prepayment	Description	Current Value of Debtor's Interest
Singapore Airlines	Non-Merchandise Vendor Prepayment	\$4,746.10
<b>Singapore Airlines Total</b>		<b>\$4,746.10</b>
Smartsheet Inc.	IT Vendor Prepayment	\$10,969.23
<b>Smartsheet Inc. Total</b>		<b>\$10,969.23</b>
Solarwinds Worldwide, LLC	IT Vendor Prepayment	\$612.49
<b>Solarwinds Worldwide, LLC Total</b>		<b>\$612.49</b>
Sourcegraph Inc.	IT Vendor Prepayment	\$23,983.94
<b>Sourcegraph Inc. Total</b>		<b>\$23,983.94</b>
Sphera Solutions, Inc.	IT Vendor Prepayment	\$928.87
<b>Sphera Solutions, Inc. Total</b>		<b>\$928.87</b>
Stratasys	Manufacturing Vendor Prepayment	\$3,395.70
<b>Stratasys Total</b>		<b>\$3,395.70</b>
Terreno Occidental, LLC	Rent Vendor Prepayment	\$44,615.64
<b>Terreno Occidental, LLC Total</b>		<b>\$44,615.64</b>
The Hartford	Insurance Vendor Prepayment	\$10,005.60
<b>The Hartford Total</b>		<b>\$10,005.60</b>
The Mathworks, Inc.	IT Vendor Prepayment	\$267,657.38
<b>The Mathworks, Inc. Total</b>		<b>\$267,657.38</b>
The Virtual Hub LTD	Consulting Services Vendor Prepayment	\$1,298.24
<b>The Virtual Hub LTD Total</b>		<b>\$1,298.24</b>
Thomson Reuters (Tax & Accounting) Inc	Finance Vendor Prepayment	\$12,795.32
<b>Thomson Reuters (Tax &amp; Accounting) Inc Total</b>		<b>\$12,795.32</b>
TransAlta Centralia Mining LLC	Energy Vendor Prepayment	\$36,917.00
<b>TransAlta Centralia Mining LLC Total</b>		<b>\$36,917.00</b>
Trimble Inc.	IT Vendor Prepayment	\$583.76
<b>Trimble Inc. Total</b>		<b>\$583.76</b>
Undetermined (1)	Prepayment of goods and services	\$8,439.91
<b>Undetermined (1) Total</b>		<b>\$8,439.91</b>
Undetermined (2)	Prepayment of goods and services	\$1,032.51
<b>Undetermined (2) Total</b>		<b>\$1,032.51</b>
Unity Software	IT Vendor Prepayment	\$0.00
<b>Unity Software Total</b>		<b>\$0.00</b>
University Mechanical Contractors Inc.	Construction Services Vendor Prepayment	\$4,334.42
<b>University Mechanical Contractors Inc. Total</b>		<b>\$4,334.42</b>
WellsOne Commercial Card	Finance Vendor Prepayment	\$11,045.03
<b>WellsOne Commercial Card Total</b>		<b>\$11,045.03</b>
Western Integrated Technologies Inc	Manufacturing Vendor Prepayment	\$3,945.34
<b>Western Integrated Technologies Inc Total</b>		<b>\$3,945.34</b>
WIPFLI LLP	Consulting Services Vendor Prepayment	\$1,839.15
<b>WIPFLI LLP Total</b>		<b>\$1,839.15</b>
Workday, Inc.	IT Vendor Prepayment	\$59,781.86
<b>Workday, Inc. Total</b>		<b>\$59,781.86</b>
Zoom	IT Vendor Prepayment	\$22,659.98
<b>Zoom Total</b>		<b>\$22,659.98</b>
<b>Grand Total</b>		<b>\$6,836,265.93</b>

## **SCHEDULES OF ASSETS AND LIABILITIES**

### **EXHIBIT FOR SCHEDULE AB**

#### **PART 11, QUESTION 73**

#### **INTERESTS IN INSURANCE POLICIES OR ANNUITIES**

Policy Type	Insurance Carrier	Policy Number	Policy Term		Annual Estimated Premium	Premium Financing Used
			Inception	Expiration		
Directors' & Officers' Liability Insurance - Tail (DIC)	Endurance American Specialty Insurance Company	ADL30075293000	12/13/2024	09/12/2025	\$ 325,000	No
Directors' & Officers' Liability Insurance - Tail	Underwriters at Lloyd's, London	AMB05806	12/12/2024	09/12/2025	\$ 347,500	No
Directors' & Officers' Liability Insurance - Tail	Everest National Insurance Company	EQ5EX00152-241	12/12/2024	09/12/2025	\$ 380,000	No
Directors' & Officers' Liability Insurance - Tail	Zurich Commercial Insurance	B0509FINMR2451059	12/12/2024	09/12/2025	\$ 415,000	No
Inland Marine	Starr Indemnity & Liability	ITL100065381524	05/31/2024	07/15/2025	\$ 270,605.00	No
ERISA Fidelity Bond	Travelers Insurance Company	107431771	06/22/2024	N/A	\$ 270.00	No
Workers' Compensation	Hartford	57 WEC AM8VYM	07/15/2024	07/15/2025	\$ 16,625.00	No
Commercial Package - General Liability - Primary	Upland	USPGL0031224	07/15/2024	07/15/2025	\$ 41,200.00	No
Commercial Package - General Liability - Excess (Part 1)	Great American	XSF218563	07/15/2024	07/15/2025	\$ 27,924.00	No
Commercial Package - General Liability - Excess (Part 2)	Arch	UXP105600300	07/15/2024	07/15/2025	\$ 50,150.00	No
Commercial Package - General Liability - Excess (Part 3)	Upland	USXGL0011524	07/15/2024	07/15/2025	\$ 20,600.00	No
Commercial Package - Property (Part 1)	AXIS	P00100394714101	07/15/2024	07/15/2025	\$ 70,000.00	No
Commercial Package - Property (Part 2)	Convex	CPR0004740724	07/15/2024	07/15/2025	\$ 68,750.00	No
Commercial Package - Property (Part 3)	Ascot	UB241465A0200	07/15/2024	07/15/2025	\$ 68,750.00	No
Commercial Package - Property (Part 4)	Lexington	01719828200	07/15/2024	07/15/2025	\$ 70,000.00	No
EPLI - Employment Practices + Excess (Part 1)	Allianz Underwriters Insurance Company (underwriter) Nexus Specialty, Inc (claims)	HT188DMLA242	07/15/2024	07/15/2025	\$ 28,995.00	No
EPLI - Employment Practices + Excess (Part 2)	Argonaut Insurance Co	CDX4260983-1	07/15/2024	07/15/2025	\$ 7,500.00	No
Kidnap & Ransom	Great American Insurance Company (underwriter) Hiscox (risk assessor)	UKA3023554.24	07/15/2024	07/15/2027	\$ 5,207.00	No
Foreign Package (Master)	Chubb	PHFD96470587002	07/01/2024	07/15/2025	\$ 27,256.00	No
Business Auto	RLI Insurance	CAP9510831	08/08/2024	08/08/2025	\$ 54,226.00	No
Cargo Stock Throughput	Underwriters at Lloyds London	B0180PC2412432	08/15/2024	07/14/2025	\$ 270,174.00	No
Professional/Tech E&O Cyber Liability	Underwriters at Lloyds London	B0621PSYNC000824	08/14/2024	07/15/2025	\$ 82,594.00	No
Excess E&O/Cyber Liability	Underwriters at Lloyds London	B0621PSYNC001024	08/14/2024	07/15/2025	\$ 49,933.00	No
Earthquake	Underwriters at Lloyds London	46-7500177706-S-02	12/13/2024	12/13/2025	\$ 1,331.00	No
Medical Benefits Abroad (MBA)	Cigna Health and Life Insurance Company	09784A001	06/22/2024	06/21/2025	\$ 36,068.34	No



Fill in this information to identify the case:

Debtor name: **Synchronous LLC**

United States Bankruptcy Court for the Division, District of **Delaware**

Case number (If known): **24-12795**

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Check if this is an amended filing

## Official Form 206D

### Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

#### 1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

#### Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims.If a creditor has more than one secured claim, list the creditor separately for each claim.		Column A Amount of claim Do not deduct the value of collateral	Column B Value of collateral that supports this claim
2.1 Creditor's name Anglo American Holdings Ltd Creditor's mailing address 17 Charterhouse St London, Greater London EC1N 6RA United Kingdom Creditor's email address, if known	Describe debtor's property that is subject to a lien Describe the lien UCC Financing Statement Is the creditor an insider or related party? <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Is anyone else liable on this claim? <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H). As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown	Unknown
Date debt was incurred Last 4 digits of account number Do multiple creditors have an interest in the same property? <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input checked="" type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines			
2.2 Creditor's name Anglo American Int'l Holdings Ltd Creditor's mailing address 17 Charterhouse St London, Greater London EC1N 6RA United Kingdom Creditor's email address, if known	Describe debtor's property that is subject to a lien Describe the lien UCC Financing Statement Is the creditor an insider or related party? <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Is anyone else liable on this claim? <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H). As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$76,000,542.00	Unknown
Date debt was incurred Last 4 digits of account number Do multiple creditors have an interest in the same property? <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input checked="" type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines			
3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.		\$76,000,542.00	

Name

Part 1: Additional Page		Column A Amount of claim Do not deduct the value of collateral	Column B Value of collateral that supports this claim
Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.			
2.3	<p><b>Creditor's name</b> Anglo American PLC</p> <p><b>Creditor's mailing address</b> 17 Charterhouse St London, Greater London EC1N 6RA United Kingdom</p> <p><b>Creditor's email address, if known</b> _____</p> <p><b>Date debt was incurred</b> _____</p> <p><b>Last 4 digits of account number</b> -- -- -- --</p> <p><b>Do multiple creditors have an interest in the same property?</b> <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input checked="" type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines _____</p>	<p><b>Describe debtor's property that is subject to a lien</b> Describe the lien UCC Financing Statement</p> <p><b>Is the creditor an insider or related party?</b> <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes.</p> <p><b>Is anyone else liable on this claim?</b> <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H).</p> <p><b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p>Unknown</p> <p>Unknown</p>
2.4	<p><b>Creditor's name</b> Anglo American Services (UK) Ltd</p> <p><b>Creditor's mailing address</b> 17 Charterhouse St London, Greater London EC1N 6RA United Kingdom</p> <p><b>Creditor's email address, if known</b> _____</p> <p><b>Date debt was incurred</b> _____</p> <p><b>Last 4 digits of account number</b> -- -- -- --</p> <p><b>Do multiple creditors have an interest in the same property?</b> <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input checked="" type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines _____</p>	<p><b>Describe debtor's property that is subject to a lien</b> Describe the lien UCC Financing Statement</p> <p><b>Is the creditor an insider or related party?</b> <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes.</p> <p><b>Is anyone else liable on this claim?</b> <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H).</p> <p><b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p>Unknown</p> <p>Unknown</p>
2.5	<p><b>Creditor's name</b> Dell Financial Services LLC</p> <p><b>Creditor's mailing address</b> 1 Dell Way Mail stop-PS2DF-23 Round Rock, TX 78682</p> <p><b>Creditor's email address, if known</b> _____</p> <p><b>Date debt was incurred</b> _____</p> <p><b>Last 4 digits of account number</b> -- -- -- --</p> <p><b>Do multiple creditors have an interest in the same property?</b> <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input checked="" type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines _____</p>	<p><b>Describe debtor's property that is subject to a lien</b> Describe the lien UCC Financing Statement</p> <p><b>Is the creditor an insider or related party?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.</p> <p><b>Is anyone else liable on this claim?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H).</p> <p><b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p>Unknown</p> <p>Unknown</p>

Part 1:	Additional Page	Column A Amount of claim Do not deduct the value of collateral	Column B Value of collateral that supports this claim
Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.			
2.6	<b>Creditor's name</b> Macquarie Equipment Capital Inc <b>Creditor's mailing address</b> 1301 Riverplace Blvd Jacksonville, FL 32207 <b>Creditor's email address, if known</b>  <b>Date debt was incurred</b>  <b>Last 4 digits of account number</b> --- -- -- -- <b>Do multiple creditors have an interest in the same property?</b> <input type="checkbox"/> No. <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input checked="" type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines	<b>Describe debtor's property that is subject to a lien</b> <b>Describe the lien</b> UCC Financing Statement <b>Is the creditor an insider or related party?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. <b>Is anyone else liable on this claim?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H). <b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown Unknown
2.7	<b>Creditor's name</b> PNC Bank, NaA <b>Creditor's mailing address</b> 655 Business Center Dr, Ste 250 Horsham, PA 19044 <b>Creditor's email address, if known</b>  <b>Date debt was incurred</b>  <b>Last 4 digits of account number</b> --- -- -- -- <b>Do multiple creditors have an interest in the same property?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines	<b>Describe debtor's property that is subject to a lien</b> <b>Describe the lien</b> UCC Financing Statement <b>Is the creditor an insider or related party?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. <b>Is anyone else liable on this claim?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H). <b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown Unknown
2.8	<b>Creditor's name</b> Star Capital Group, LP <b>Creditor's mailing address</b> 801 Cassatt Rd, Ste 200 Berwyn, PA 19312 <b>Creditor's email address, if known</b>  <b>Date debt was incurred</b>  <b>Last 4 digits of account number</b> --- -- -- -- <b>Do multiple creditors have an interest in the same property?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines	<b>Describe debtor's property that is subject to a lien</b> <b>Describe the lien</b> UCC Financing Statement <b>Is the creditor an insider or related party?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. <b>Is anyone else liable on this claim?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H). <b>As of the petition filing date, the claim is:</b> Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	Unknown Unknown

Debtor

Synchronous LLC  
Name

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12/20/24 (if known) 24-3670

Part 1:	Additional Page	Column A Amount of claim Do not deduct the value of collateral	Column B Value of collateral that supports this claim	
Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.				
2.9	<div><div>Creditor's name</div><div>Wells Fargo Bank, NA</div><div>Creditor's mailing address</div><div>800 Walnut St, F0005-044</div><div>Des Moines, IA 50309</div><div>Creditor's email address, if known</div><div></div><div>Date debt was incurred</div><div></div><div>Last 4 digits of account number</div><div>-----</div><div>Do multiple creditors have an interest in the same property?</div><div><input checked="" type="checkbox"/> No.</div><div><input type="checkbox"/> Yes. Have you already specified the relative priority?</div><div><input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority.</div><div><input type="checkbox"/> Yes. The relative priority of creditors is specified on lines</div></div>	<div><div>Describe debtor's property that is subject to a lien</div><div>Describe the lien</div><div>UCC Financing Statement</div><div>Is the creditor an insider or related party?</div><div><input checked="" type="checkbox"/> No.</div><div><input type="checkbox"/> Yes.</div><div>Is anyone else liable on this claim?</div><div><input checked="" type="checkbox"/> No.</div><div><input type="checkbox"/> Yes. Fill out Schedule H. Codebtors (Official Form 206H).</div><div>As of the petition filing date, the claim is:</div><div>Check all that apply</div><div><input type="checkbox"/> Contingent</div><div><input type="checkbox"/> Unliquidated</div><div><input type="checkbox"/> Disputed</div></div>	Unknown	Unknown

Official Form 206D

Additional Page of Schedule D: Creditors Who Have Claims Secured by Property

Page 4 of 5

Part 2:

List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.  
If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
------------------	---	---

**Check if this is an amended filing**

## **Schedule E/F: Creditors Who Have Unsecured Claims**

Be as complete and accurate as possible. Use Part 1 for creditors with **PRIORITY** unsecured claims and Part 2 for creditors with **NONPRIORITY** unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

		Total Claim	Priority Amount
<b>2.1</b>	<b>Priority creditor's name and mailing address</b> Alliance for Pioneer Square P.O. Box 4507 Seattle, WA 98194 <b>Date or dates debt was incurred</b> <hr/> <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Property Tax <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined      Undetermined
<b>2.2</b>	<b>Priority creditor's name and mailing address</b> Arizona Dept of Economic Security P.O. Box 52027 Phoenix, AZ 85072-2027 <b>Date or dates debt was incurred</b> <hr/> <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined      Undetermined
<b>2.3</b>	<b>Priority creditor's name and mailing address</b> Arizona Dept of Revenue 1600 W Monroe St Phoenix, AZ 85007 <b>Date or dates debt was incurred</b> <hr/> <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined      Undetermined
<b>2.4</b>	<b>Priority creditor's name and mailing address</b> CA Dept of Tax & Fee Administration Account Information Group P.O. Box 942879 Sacramento, CA 94279-0029 <b>Date or dates debt was incurred</b> <hr/> <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined      Undetermined

**Part 1: Additional Page**

Copy this page if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional PRIORITY creditors exist, do not fill out or submit this page.		Total claim	Priority amount
<b>2.5</b>	<b>Priority creditor's name and mailing address</b> California Franchise Tax Board P.O. Box 94257-0500 MIC:29 Sacramento, CA 94257-0500 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> - - - - -  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.6</b>	<b>Priority creditor's name and mailing address</b> City of Seattle 700 5th Ave Seattle, WA 98104 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> - - - - -  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.7</b>	<b>Priority creditor's name and mailing address</b> City of Seattle Office of City Finance License & Tax Admin P.O. Box 34214 Seattle, WA 98124-4214 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> - - - - -  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.8</b>	<b>Priority creditor's name and mailing address</b> Delaware Dept of State P.O. Box 898 Division of Corporations Dover, DE 19903 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> - - - - -  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.9</b>	<b>Priority creditor's name and mailing address</b> Illinois Dept of Employment Security P.O. Box 19300 Springfield, IL 62794-9300 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> - - - - -  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.10</b>	<b>Priority creditor's name and mailing address</b> Illinois Dept of Revenue P.O. Box 19052 Springfield, IL 62794-9052 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> - - - - -  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>

## Part 1: Additional Page

Copy this page if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional PRIORITY creditors exist, do not fill out or submit this page.		Total claim	Priority amount
<b>2.11</b>	<b>Priority creditor's name and mailing address</b> Internal Revenue Service P.O. Box 7317 Philadelphia, PA 19101-7317 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.12</b>	<b>Priority creditor's name and mailing address</b> King County Assessor 201 S Jackson St King Street Ctr, Rm 708 Seattle, WA 98104 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Property Tax <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.13</b>	<b>Priority creditor's name and mailing address</b> Lewis County Treasurer's Office 351 NW North St P.O. Box 509 Chehalis, WA 98532 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Property Tax <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.14</b>	<b>Priority creditor's name and mailing address</b> Massachusetts Dept of Revenue P.O. Box 7090 Boston, MA 02204-7090 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.15</b>	<b>Priority creditor's name and mailing address</b> Michigan Dept of Treasury P.O. Box 30324 Lansing, MI 48909-7824 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>
<b>2.16</b>	<b>Priority creditor's name and mailing address</b> Minnesota Dept of Jobs & Training Tax Accounting Section Unemployment Insurance 390 N Robert St Paul, MN 55101 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u> <u>Undetermined</u>



**Part 1: Additional Page**

Copy this page if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional PRIORITY creditors exist, do not fill out or submit this page.		Total claim	Priority amount
<b>2.17</b>	<b>Priority creditor's name and mailing address</b> Minnesota Dept of Revenue Mail Stn 1185 St Paul, MN 55146-1185 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined Undetermined
<b>2.18</b>	<b>Priority creditor's name and mailing address</b> Oregon Dept of Revenue P.O. Box 14800 Salem, OR 97309-0920 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined Undetermined
<b>2.19</b>	<b>Priority creditor's name and mailing address</b> State of California Employment Development Dept P.O. Box 989071 W Sacramento, CA 95798-9071 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined Undetermined
<b>2.20</b>	<b>Priority creditor's name and mailing address</b> Texas Workforce Commission 101 E 15th St Austin, TX 78778 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined Undetermined
<b>2.21</b>	<b>Priority creditor's name and mailing address</b> Washington Dept of Revenue (DOR) 6400 Linderson Way SW P.O. Box 4750 Tumwater, WA 98501 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Deferred Tax Incentives, Income and Franchise Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined Undetermined
<b>2.22</b>	<b>Priority creditor's name and mailing address</b> Washington Employment Security Dept P.O. Box 84137 Seattle, WA 98124-5437 <b>Date or dates debt was incurred</b>  <b>Last 4 digits of account number</b> -- -- -- --  Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) -----	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Sales and Use Taxes <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	Undetermined Undetermined

## Part 2:

## List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2

<b>3.1 Nonpriority creditor's name and mailing address</b> ABB Inc 8440 Times Dispatch Blvd Mechanicsville, VA 23116 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$3,489,271.41</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.2 Nonpriority creditor's name and mailing address</b> ABW Technologies, Inc 6720 191st Pl NE Arlington, WA 98223 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$64,150.59</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.3 Nonpriority creditor's name and mailing address</b> Affiliated Engineers, Inc 5802 Research Park Blvd Madison, WI 53719 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$16,782.75</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.4 Nonpriority creditor's name and mailing address</b> Air Radiators 45 Heales Rd Lara, VIC 3212 Australia <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$16,823.97</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.5 Nonpriority creditor's name and mailing address</b> Amot Controls, LLC 8824 Fallbrook Dr Houston, TX 77064 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$4,850.00</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.6 Nonpriority creditor's name and mailing address</b> Applied CAX, LLC 2512 SE 25th Ave, Ste 205 Portland, OR 97202 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$3,210.00</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<b>3.7 Nonpriority creditor's name and mailing address</b> Armanino LLP 12657 Alcosta Blvd, Ste 500 Los Angeles, CA 90088 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> --- --- --- ---	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$17,850.00</u>
<b>3.8 Nonpriority creditor's name and mailing address</b> AutomationDirect.com, Inc P.O. Box 402417 Atlanta, GA 30384-2417 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> --- --- --- ---	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$1,082.53</u>
<b>3.9 Nonpriority creditor's name and mailing address</b> Ballard Power Systems Inc 9000 Glenlyon Pkwy Burnaby, BC V5J 5J8 Canada <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> --- --- --- ---	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$2,553,000.00</u>
<b>3.10 Nonpriority creditor's name and mailing address</b> Blueground US, Inc 500 Yale Ave N Seattle, WA 98109 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> --- --- --- ---	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$150.00</u>
<b>3.11 Nonpriority creditor's name and mailing address</b> BrandSafway Services, LLC P.O. Box 91473 Chicago, IL 60693 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> --- --- --- ---	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$39,101.35</u>
<b>3.12 Nonpriority creditor's name and mailing address</b> BrightLoop Converters 221 Blvd Davout Paris, Île-de-France 75020 France <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> --- --- --- ---	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$81,139.35</u>
<b>3.13 Nonpriority creditor's name and mailing address</b> Central Welding Supply Co Inc P.O. Box 179 N Lakewood, WA 98259 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> --- --- --- ---	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$585.59</u>

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<b>3.14 Nonpriority creditor's name and mailing address</b> Charging Interface Initiative e V Kurfurstendamm 11 Berlin, Berlin 10719 Germany <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$7,863.75</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.15 Nonpriority creditor's name and mailing address</b> Cintas P.O. Box 631025 Cincinnati, OH 45263-1025 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$8,710.84</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.16 Nonpriority creditor's name and mailing address</b> Contegix P.O. Box 671710 Dallas, TX 75267-1710 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$2,119.17</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.17 Nonpriority creditor's name and mailing address</b> Copiers Northwest, Inc 615 S Alaska St Seattle, WA 98108 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$205.36</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.18 Nonpriority creditor's name and mailing address</b> CryoWorks, Inc 1801 W Olympic Blvd Pasadena, CA 91199 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$97,498.66</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.19 Nonpriority creditor's name and mailing address</b> Cummins Inc dba Cummins Sales and Service 500 Jackson St Columbus, IN 47201 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$4,092.43</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.20 Nonpriority creditor's name and mailing address</b> Degree, Inc dba Lattice P.O. Box 207585 Dallas, TX 75320-7585 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$12,174.28</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.

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Amount of claim

<b>3.21 Nonpriority creditor's name and mailing address</b> Digi-Key Electronics US P.O. Box 250 Thief River Falls, MN 56701 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$6,873.50</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.22 Nonpriority creditor's name and mailing address</b> DSV Air & Sea, Inc 200 Wood Ave S, Ste 300 Iselin, NJ 8830 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$150,194.43</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.23 Nonpriority creditor's name and mailing address</b> Eurotainer SA 5810 Wilson Rd, Ste 200 Humble, TX 77396 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$1,096.77</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.24 Nonpriority creditor's name and mailing address</b> Fastenal Co 2001 Theurer Blvd Winona, MN 55987 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$2,742.21</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.25 Nonpriority creditor's name and mailing address</b> First Mode Chile Spa Alonso de Cordova 4355 OF 1503 15P Vitacura, Santiago Metropolitan Region Chile <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$288,413.00</u> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Intercompany <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.26 Nonpriority creditor's name and mailing address</b> First Mode Holdings Inc 3417 1st Ave S Seattle, WA 98134 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$222,947,128.00</u> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Intercompany <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.27 Nonpriority creditor's name and mailing address</b> First Mode IPP Ltd 10 Bloomsbury Way London, Greater London WC1A 2SL United Kingdom <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$25,374,618.00</u> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Intercompany <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.

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Amount of claim

<b>3.28</b>	<b>Nonpriority creditor's name and mailing address</b> First Mode Pty Ltd 165-169 Aberdeen St Northbridge, WA 6003 Australia <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Intercompany <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$32,095,083.00</u>
<b>3.29</b>	<b>Nonpriority creditor's name and mailing address</b> First Mode SA Hold Ltd 144 Oxford Rd Rosebank Johannesburg, Gauteng 2196 South Africa <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Intercompany <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$11,241.00</u>
<b>3.30</b>	<b>Nonpriority creditor's name and mailing address</b> First Mode SA Pty Ltd 144 Oxford Rd Rosebank Johannesburg, Gauteng 2196 South Africa <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Intercompany <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$1,549,754.00</u>
<b>3.31</b>	<b>Nonpriority creditor's name and mailing address</b> Fortra, LLC 11095 Viking Dr, Ste 100 Minnesota, MN 55344 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$18,600.00</u>
<b>3.32</b>	<b>Nonpriority creditor's name and mailing address</b> Galco Industrial Electronics, Inc P.O. Box 7411295 Chicago, IL 60674-1295 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$1,025.46</u>
<b>3.33</b>	<b>Nonpriority creditor's name and mailing address</b> GitHub, Inc 88 Colin P Kelly Jr St San Francisco, CA 94107 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$8,900.25</u>
<b>3.34</b>	<b>Nonpriority creditor's name and mailing address</b> Global Industrial 29833 Network Pl Chicago, IL 60673-1298 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$2,363.40</u>

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Amount of claim

<b>3.35</b>	<b>Nonpriority creditor's name and mailing address</b> Goebel Septic Tank Service, Inc 171 Big Hanaford Rd Centralia, WA 98531 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$300.00</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.36</b>	<b>Nonpriority creditor's name and mailing address</b> Grainger P.O. Box 419267 Dept 887350739 Kansas City, MO 64141-6267 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$32.02</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.37</b>	<b>Nonpriority creditor's name and mailing address</b> Greene IS 4138 California Ave SW, Ste A Seattle, WA 98116 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$134,211.74</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.38</b>	<b>Nonpriority creditor's name and mailing address</b> Hardware Specialty Co, Inc 3313 132nd St SW Lynnwood, WA 98087 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$489.52</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.39</b>	<b>Nonpriority creditor's name and mailing address</b> Hip Web Design & Development, LLC 2338 Ellis St Bellingham, WA 98225 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$450.00</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.40</b>	<b>Nonpriority creditor's name and mailing address</b> Hydac Pty Ltd 109 – 111 Dohertys Rd North Altona, VIC 3025 Australia <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$44,306.77</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.41</b>	<b>Nonpriority creditor's name and mailing address</b> IEWC Corp 5001 Towne Dr New Berlin Palatine, WI 53151 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$745.69</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.

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Amount of claim

<b>3.42 Nonpriority creditor's name and mailing address</b> J & D Machine and Gear, Inc 624 S Findlay St P.O. Box 80262 Seattle, WA 98108 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$2,515.98</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.43 Nonpriority creditor's name and mailing address</b> Knorr-Bremse Australia Pty Ltd 23-29 Factory St Granville, NSW 2142 Australia <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$22,071.62</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.44 Nonpriority creditor's name and mailing address</b> Kurita America Inc 6600 94th Ave N Minneapolis, MN 55445 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$994.56</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.45 Nonpriority creditor's name and mailing address</b> LAZ Parking Northwest, LLC 1 Financial Plz, 14th Fl Hartford, CT 06103 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$50,000.13</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.46 Nonpriority creditor's name and mailing address</b> Linhai Yongheng Auto Parts Technology Co, Ltd 1289 Huifeng S Rd Kangping Village, Jiangnan District Linhai, Zhejiang 317000 China <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$118.00</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.47 Nonpriority creditor's name and mailing address</b> LinkedIn Corp 62228 Collections Center Dr Chicago, IL 60693-0622 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$178,317.82</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.48 Nonpriority creditor's name and mailing address</b> McMaster-Carr P.O. Box 7690 Chicago, IL 60680-7690 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$6,594.56</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.



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Amount of claim

<b>3.49</b>	<b>Nonpriority creditor's name and mailing address</b> Mercer US Inc 1166 Ave of the Americas New York, NY 10036 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$41,145.10</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.50</b>	<b>Nonpriority creditor's name and mailing address</b> Miles and Sons Inc 14 Ritchie Ln Chehalis, WA 98532 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$81,367.44</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.51</b>	<b>Nonpriority creditor's name and mailing address</b> Miro 201 Spear St, Ste 1100 San Francisco, CA 94105 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$48,300.00</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.52</b>	<b>Nonpriority creditor's name and mailing address</b> Mouser Electronics, Inc US P.O. Box 99319 Ft Worth, TX 76199-0319 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$4,409.20</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.53</b>	<b>Nonpriority creditor's name and mailing address</b> New Eagle, LLC 5220 S State Rd Ann Arbor, MI 48108 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$17,020.68</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.54</b>	<b>Nonpriority creditor's name and mailing address</b> Nicola Karp c/o Rekhi & Wolk, PS 529 Warren Ave N, Ste 201 Seattle, WA 98109 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>Undetermined</u> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Litigation <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.55</b>	<b>Nonpriority creditor's name and mailing address</b> North Coast Electric Co P.O. Box 748177 Los Angeles, CA 90074-8177 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> <u>\$62.02</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.

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Amount of claim

<b>3.56</b>	<b>Nonpriority creditor's name and mailing address</b> Northwest Fire Systems, LLC 22645 83rd Ave S, Bldg D Kent, WA 98032 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$980.00</u>
<b>3.57</b>	<b>Nonpriority creditor's name and mailing address</b> Northwest Technologies, Inc P.O. Box 1304 Estacada, OR 97203 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$60,047.71</u>
<b>3.58</b>	<b>Nonpriority creditor's name and mailing address</b> Nyobolt Ltd Evolution Business Park Milton Rd, Unit 2 Impington, Cambridge Cambs CB249NG United Kingdom <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$279,031.01</u>
<b>3.59</b>	<b>Nonpriority creditor's name and mailing address</b> Oxalis Solutions LLC P.O. Box 4120, Ste 76754 Portland, OR 97208 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$13,322.71</u>
<b>3.60</b>	<b>Nonpriority creditor's name and mailing address</b> Performance Mechanical Group 1012 Central Ave S Kent, WA 98032 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$22,231.77</u>
<b>3.61</b>	<b>Nonpriority creditor's name and mailing address</b> Premio, Inc 918 Radecki Ct City of Industry, CA 91748 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$5,040.00</u>
<b>3.62</b>	<b>Nonpriority creditor's name and mailing address</b> Prime Electric Inc 13301 SE 26th St Bellevue, WA 98005 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$95,488.83</u>

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<b>3.63</b>	<b>Nonpriority creditor's name and mailing address</b> Priority-I, Inc P.O. Box 840808 Dallas, TX 75284-0808 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$525.00</u>
<b>3.64</b>	<b>Nonpriority creditor's name and mailing address</b> Raven Cargo Inc 954 W Washington Blvd, Ste 200 Chicago, IL 60607 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$900.00</u>
<b>3.65</b>	<b>Nonpriority creditor's name and mailing address</b> Reedo LP fka Kidder Matthews c/o KG Investment Properties, LLC 1508 W Broadway, 5th Fl Vancouver, BC V6J 1W8 Canada <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$910,471.32</u>
<b>3.66</b>	<b>Nonpriority creditor's name and mailing address</b> Reedo, LP c/o Green & Norwood PLLC Attn: Matthew D Green, Elizabeth Hebener Norwood 2284 W Commodore Way, Ste 300 Seattle, WA 98199 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input checked="" type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed <b>Basis of claim:</b> Litigation <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>Undetermined</u>
<b>3.67</b>	<b>Nonpriority creditor's name and mailing address</b> Rockwell Automation, Inc fka Plex Systems, Inc P.O. Box 3712 Carol Stream, IL 60132 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$48,273.43</u>
<b>3.68</b>	<b>Nonpriority creditor's name and mailing address</b> RS Americas, Inc fka Allied Electronics Inc P.O. Box 841811 Dallas, TX 75284-1811 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$2,071.33</u>
<b>3.69</b>	<b>Nonpriority creditor's name and mailing address</b> Securitas Security Services USA, Inc 17930 International Blvd, Ste 550 SeaTac, WA 98188 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> - - - - -	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<u>\$7,262.92</u>

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<b>3.70 Nonpriority creditor's name and mailing address</b> Smartsheet Inc 10500 NE 8th St, Ste 1300 Bellevue, WA 98004 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<b>\$18,693.29</b>
<b>3.71 Nonpriority creditor's name and mailing address</b> Superior Steel, LLC dba Superior Steel Fabrication 3451 W 1st Ave Eugene, OR 97402 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<b>\$16,285.23</b>
<b>3.72 Nonpriority creditor's name and mailing address</b> TE Connectivity Co dba LADD Distribution LLC 1050 Westlakes Dr Berwyn, PA 19312 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<b>\$18.73</b>
<b>3.73 Nonpriority creditor's name and mailing address</b> The Financial Times Ltd Bracken House 1 Friday St London, Greater London EC4M 9BT United Kingdom <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<b>\$18,648.43</b>
<b>3.74 Nonpriority creditor's name and mailing address</b> The Mathworks, Inc 3 Apple Hill Dr Natick, MA 01760-2098 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<b>\$8,662.48</b>
<b>3.75 Nonpriority creditor's name and mailing address</b> Toyota Lift Northwest P.O. Box 736184 Chicago, IL 60673-6184 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<b>\$5,561.32</b>
<b>3.76 Nonpriority creditor's name and mailing address</b> Uline Inc P.O. Box 88741 Chicago, IL 60680-1741 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.	<b>\$426.86</b>

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

<b>3.77</b>	<b>Nonpriority creditor's name and mailing address</b> University Mechanical Contractors Inc 19020 33rd Ave W, Ste 400 Lynnwood, WA 98036 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$2,237.90</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.78</b>	<b>Nonpriority creditor's name and mailing address</b> Valvoline Global Holdings LLC 100 Valvoline Way, Ste 200 Lexington, KY 40509 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$7,066.81</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.79</b>	<b>Nonpriority creditor's name and mailing address</b> Vital Mechanical Service 1420 Maple Ave SW Renton, WA 98057 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$702.59</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.80</b>	<b>Nonpriority creditor's name and mailing address</b> Waytek, Inc P.O. Box 1727 Minneapolis, MN 55440 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$1,083.86</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.81</b>	<b>Nonpriority creditor's name and mailing address</b> White River Fabrication, LLC 2321 Cole St, Ste 101 Enumclaw, WA 98022 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$24,276.00</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.82</b>	<b>Nonpriority creditor's name and mailing address</b> Wilson Co 16301 Addison Rd P.O. Box 9100 Addison, TX 75001 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$518.65</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.
<b>3.83</b>	<b>Nonpriority creditor's name and mailing address</b> Workday, Inc 6110 Stoneridge Mall Rd Pleasanton, CA 94588 <b>Date or dates debt was incurred</b> _____ <b>Last 4 digits of account number</b> -- -- -- --	<b>As of the petition filing date, the claim is:</b> <u>\$62,882.94</u> Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <b>Basis of claim:</b> Trade Payable <b>Is the the claim subject to offset?</b> <input checked="" type="checkbox"/> No. <input type="checkbox"/> Yes.

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.		Amount of claim
<div>3.84</div> <div>Nonpriority creditor's name and mailing address</div> <div>Xometry Inc</div> <div>P.O. Box 735303</div> <div>Dallas, TX 75353</div> <div>Date or dates debt was incurred</div> <div>Last 4 digits of account number</div>	<div>As of the petition filing date, the claim is:</div> <div>Check all that apply.</div> <div><input type="checkbox"/> Contingent</div> <div><input type="checkbox"/> Unliquidated</div> <div><input type="checkbox"/> Disputed</div> <div>Basis of claim:</div> <div>Trade Payable</div> <div>Is the the claim subject to offset?</div> <div><input checked="" type="checkbox"/> No.</div> <div><input type="checkbox"/> Yes.</div>	<div>\$7,039.88</div>
<div>3.85</div> <div>Nonpriority creditor's name and mailing address</div> <div>Zayo Group Holdings, LLC</div> <div>1821 30th St, Unit A</div> <div>Boulder, CO 80301</div> <div>Date or dates debt was incurred</div> <div>Last 4 digits of account number</div>	<div>As of the petition filing date, the claim is:</div> <div>Check all that apply.</div> <div><input type="checkbox"/> Contingent</div> <div><input type="checkbox"/> Unliquidated</div> <div><input type="checkbox"/> Disputed</div> <div>Basis of claim:</div> <div>Trade Payable</div> <div>Is the the claim subject to offset?</div> <div><input checked="" type="checkbox"/> No.</div> <div><input type="checkbox"/> Yes.</div>	<div>\$537.31</div>
<div>3.86</div> <div>Nonpriority creditor's name and mailing address</div> <div>Zoom</div> <div>P.O. Box 398843</div> <div>San Francisco, CA 94139-8843</div> <div>Date or dates debt was incurred</div> <div>Last 4 digits of account number</div>	<div>As of the petition filing date, the claim is:</div> <div>Check all that apply.</div> <div><input type="checkbox"/> Contingent</div> <div><input type="checkbox"/> Unliquidated</div> <div><input type="checkbox"/> Disputed</div> <div>Basis of claim:</div> <div>Trade Payable</div> <div>Is the the claim subject to offset?</div> <div><input checked="" type="checkbox"/> No.</div> <div><input type="checkbox"/> Yes.</div>	<div>\$1,571.20</div>

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
--------------------------	--	---

Part 4:

Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

			Total of claim amounts
5.a	Total claims from Part 1.	5a	\$0.00
5.b	Total claims from Part 2.	5b +	\$291,134,007.41
5.c	Total of Parts 1 and 2	5c +	\$291,134,007.41
Lines 5a + 5b = 5c			



Fill in this information to identify the case:

Debtor name: Synchronous LLC

United States Bankruptcy Court for the Division, District of Delaware

Case number (If known): 24-12795

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Check if this is an amended filing

## Official Form 206G

### Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

**1. Does the debtor have any executory contracts or unexpired leases?**

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

**2. List all contracts and unexpired leases**

**State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1	State what the contract or lease is for and the nature of the debtor's interest	Master Supply & Purchasing Agreement for FM to purchase Products (no schedule of specific Products)	ABB Inc 8440 Times Dispatch Blvd Mechanicsville, VA 23116
	State the term remaining		
	List the contract number of any government contract		
2.2	State what the contract or lease is for and the nature of the debtor's interest	Product Supply Agreement for liquid and gaseous hydrogen	Air Products & Chemicals, Inc 1940 Air Products Blvd Allentown, PA 18106-5500
	State the term remaining		
	List the contract number of any government contract		
2.3	State what the contract or lease is for and the nature of the debtor's interest	Master Supply & Purchasing Agreement for Motor-EVOs	Avid Technology Ltd Washington Crane & Hoist FAO General Manager 8th Ave Team Valley Trading Gateshead, Tyne & Wear NE11 0QA United Kingdom
	State the term remaining		
	List the contract number of any government contract		
2.4	State what the contract or lease is for and the nature of the debtor's interest	Equipment Sale Agreement for FM to purchase 20 Fcmove-XD modules	Ballard Power Systems Inc 9000 Glenlyon Pkwy Burnaby, BC V5J, 5J8 Canada
	State the term remaining		
	List the contract number of any government contract		
2.5	State what the contract or lease is for and the nature of the debtor's interest	Consultancy Agreement	Benjamin S Chinowsky Address Redacted
	State the term remaining		
	List the contract number of any government contract		
2.6	State what the contract or lease is for and the nature of the debtor's interest	Master Supply & Purchasing Agreement for FM to purchase Products (no schedule of specific Products)	BrightLoop SAS BrightLoop Converters 221 Boulevard Davout Paris, Île-de-France 75020 France
	State the term remaining		
	List the contract number of any government contract		
2.7	State what the contract or lease is for and the nature of the debtor's interest	3 year contracts running through July of 2026, subject to First Mode T&C	DocuSign Inc 221 Main St, Ste 1550 San Francisco, CA 94105
	State the term remaining		
	List the contract number of any government contract		

## Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.8

State what the contract or lease is for and the nature of the debtor's interest

2 year contract running through May 2025, subject to First Mode T&amp;C

Dun&Bradstreet, Inc  
5335 Gate Pkwy  
Jacksonville, FL 32256

State the term remaining

List the contract number of any government contract

2.9

State what the contract or lease is for and the nature of the debtor's interest

Purchase Order for 3 years + 2 free months of Floqast subscription management platform ending in Oct. 2025

FloQast, Inc  
14721 Califa St  
Sherman Oaks, CA 91411

State the term remaining

List the contract number of any government contract

2.10

State what the contract or lease is for and the nature of the debtor's interest

Services and Chemicals with Field Assets Agreement for water treatment chemicals and other services and products for 12 months ending 1/31/25

Kurita America Inc  
6600 94th Ave N  
Minneapolis, MN 55445

State the term remaining

List the contract number of any government contract

2.11

State what the contract or lease is for and the nature of the debtor's interest

Master Services Agreement for Supply of Services (not executed)

Newton Street Public Relations LLC  
162 Newton St  
Seattle, WA 98109

State the term remaining

List the contract number of any government contract

2.12

State what the contract or lease is for and the nature of the debtor's interest

Joint Development Agreement for Nyobolt to design, develop, and supply FM with Prototype Module using Nyobolt niobium tungsten oxide cell chemistry for batteries

Nyobolt Ltd  
Evolution Business Park Milton Rd, Unit 2  
Impington, Cambridge Cambs CB249NG  
United Kingdom

State the term remaining

List the contract number of any government contract

2.13

State what the contract or lease is for and the nature of the debtor's interest

Equipment Finance Agreement to finance lease of Doosan DX 1000LC-7-US20 Excavator

PNC Bank, NA  
655 Business Center Dr, Ste 250  
Horsham, PA 19044

State the term remaining

List the contract number of any government contract

2.14

State what the contract or lease is for and the nature of the debtor's interest

Lease for Factory 1.0

Prologis Targeted US Logistics Fund, LP  
1800 Wazee St, Ste 500  
Denver, CO 80202

State the term remaining

List the contract number of any government contract

2.15

State what the contract or lease is for and the nature of the debtor's interest

Office Lease for Seattle HQ

Reedo LP  
c/o KG Investment Properties, LLC  
fka Kidder Matthews  
1508 W Broadway, 5th Fl  
Vancouver, BC V6J 1W8  
Canada

State the term remaining

List the contract number of any government contract

2.16

State what the contract or lease is for and the nature of the debtor's interest

Lease for SoDo R&amp;D Facility

Terreno Occidental LLC  
26828 Maple Valley-Black Diamond Rd SE  
PMB 256  
Maple Valley, WA 98038

State the term remaining

List the contract number of any government contract

Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases			State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease
2.17	State what the contract or lease is for and the nature of the debtor's interest	Commercial Lease for Centralia Proving Grounds (PGC)	TransAlta Centralia Mining LLC 1015 Big Hanaford Rd Centralia, WA 98531
	State the term remaining		
	List the contract number of any government contract		
2.18	State what the contract or lease is for and the nature of the debtor's interest	Order form governed by MSA for subscprition fee schedule	Workday, Inc 6110 Stoneridge Mall Rd Pleasanton, CA 94588
	State the term remaining		
	List the contract number of any government contract		

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

Page 3 of 3

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Fill in this information to identify the case:

Debtor name: Synchronous LLC

United States Bankruptcy Court for the Division, District of Delaware

Case number (If known): 24-12795

☐

Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes.

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1:Codebtor		Column 2:Creditor	
Name	Mailing Address	Name	Check all schedules that apply:
2.1 <u>First Mode Holdings Inc.</u>	3417 1st Ave S Seattle, WA 98134	<u>Anglo American International Holdings Ltd</u>	<div><input checked="" type="checkbox"/> D</div> <div><input type="checkbox"/> E/F</div> <div><input type="checkbox"/> G</div>

Official Form 206H

Schedule H: Codebtors

Page 1 of 1

Debtor name: Synchronous LLC

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United States Bankruptcy Court for the Division, District of Delaware

Case number (If known): 24-12795

## Official Form 202

### Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING - Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. 152, 1341, 1519, and 3571.**

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- |  |                         |
|--|-------------------------|
| <input checked="" type="checkbox"/> <i>Schedule A/B: Assets-Real and Personal Property</i>   | (Official Form 206 A/B) |
| <input checked="" type="checkbox"/> <i>Schedule D: Creditors Who Have Claims Secured by Property</i>   | (Official Form 206 D)   |
| <input checked="" type="checkbox"/> <i>Schedule E/F: Creditors Who Have Claims Unsecured Claims</i>  | (Official Form 206 E/F) |
| <input checked="" type="checkbox"/> <i>Schedule G: Executory Contracts and Unexpired Leases</i>  | (Official Form 206 G)   |
| <input checked="" type="checkbox"/> <i>Schedule H: Codebtors</i>   | (Official Form 206 H)   |
| <input checked="" type="checkbox"/> <i>Summary of Assets and Liabilities for Non-Individuals</i>   | (Official Form 206Sum)  |
| <input type="checkbox"/> <i>Amended Schedule</i>   |                         |
| <br>   |                         |
| <input type="checkbox"/> <i>Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)</i> |                         |
| <input type="checkbox"/> <i>Other document that requires a declaration</i>   |                         |

I, the Chief Financial Officer of the Synchronous LLC, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 45 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Executed on: Friday, December 20th, 2024  
MM / DD / YYYY

Signature /s/ Colin Mark Freed

Printed Name Colin Mark Freed

Title Chief Financial Officer